

EXHIBIT F-1

Detailed Time Records - June

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

363 SALE

MATTER NUMBER - 10010

6/01/09	DRM	4.50	Continued work on Section 363 Asset Purchase Agreement documentation and followed up re same for bankruptcy hearing (4.); conferred with S. Karotkin and J. Gromacki re first-day hearing preparation (.5).	3,451.50
6/01/09	ELG	2.50	Worked on GM permit transfer issues (.2); evaluated possible notices triggered by bankruptcy filing (.3); reviewed permit transfer charts requested by B. Schmidt and outstanding issues (.6); met with GM environmental team re matter status, permit transfers, financial assurance, property transfer laws and due diligence project (1.); reviewed e-mail from P. McCarroll re US Treasury meeting (.2); responded to same (.2).	1,450.00
6/01/09	RLG	6.50	Worked on issues re permits, licenses and government approvals (1.5); reviewed documents re same (.8); conferred with E. Grayson, P. Boye-Williams and A. Torrence re same (1.); reviewed lists of sites re same (1.); reviewed status of environmental indemnity consolidated due diligence chart (.7); updated GM bankruptcy filing and NY bankruptcy proceedings (.8); reviewed latest documents re Section 363 sale transaction including Asset Purchase Agreement and schedules (.7).	4,387.50
6/01/09	DIR	6.00	Reviewed leases and Transition Services Agreement and revised same (1.8); telephone conference with clients re same (2.); reviewed and revised post-closing checklist and conferred with real estate team re same (2.2).	4,050.00
6/01/09	MJR	3.00	Worked on Asset Purchase Agreement and final documents and schedules (2.7); telephone conference with M. Pieroni re same (.3).	1,725.00
6/01/09	DSH	2.50	Worked on real estate matters re Section 363 sale (1.); reviewed Master Purchase and Sale Agreement and Transition Services Agreement (1.); office conference with J&B real estate team re post filing matters (.5).	1,250.00
6/01/09	WLS	1.00	Reviewed final version of benefit provisions of Asset Purchase Agreement.	767.00

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6/01/09	JFC	8.00	Attended multiple meetings at Weil Gotshal re Asset Purchase Agreement disclosure schedules and other matters (1.); attended negotiation meeting with Cadwalader re same (.5); reviewed and revised several drafts of Asset Purchase Agreement disclosure schedules (2.); conferred with J&B team re same (1.); conferred with Weil Gotshal and GM representatives re issues re property schedules (.5); conferred with J&B Benefits, Governance, Real Estate, Environmental, Corporate and Bankruptcy teams re various transaction and Asset Purchase Agreement issues (.5); reviewed and revised new drafts of Asset Purchase Agreement and new Asset Purchase Agreement language (1.3); worked on various Transition Services Agreement issues and Transition Services Agreement schedule issues (.2); conferred with and e-mailed GM, Weil Gotshal and J&B working groups re same (.5); conferred with US Treasury's counsel re same (.5).	4,000.00
6/01/09	EGQ	8.30	Multiple office conferences with B. Boch, R. Clarke, J. Shuman, J. Larson and M. Ressler (1.2); telephone conferences with D. Ammann and D. Do re warrants (.8); telephone conferences with G. Vello re same (.6); telephone conferences with A. Lefkovitz (.8); reviewed and commented on APA and schedules (2.); reviewed and commented on Form 8-K (.8); reviewed and revised warrant summary (.6); reviewed and corresponded re warrant strike price and calculations (.8); telephone conference with A. Mistry and G. Vello re warrants (.7).	3,859.50
6/01/09	TM	1.00	Conferred with Sook Han and P. Rosenbaum re joint venture consents (.5); e-mailed E. Shaffer re contract interpretation (.5).	550.00
6/01/09	FJE	6.50	E-mailed T. Cassino and J&B deal team re real estate issues (.7); updated closing checklist (3.5); office conference with L. Sylvester and K. Boike re subdivisions (.5); office conference with J&B team re checklist (.5); revised same (.5); sent same to L. Smith re same and other issues (.1); e-mailed L. Smith (.2); office conference with K. Boike re transfer taxes (.5).	2,671.50

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6/01/09	GRM	.80	Reviewed Section 363 correspondence.	328.80
6/01/09	BRB	3.80	Finalized subscription agreements (2.); conferred with C. Abbott re subscription agreement matters (.5); worked on final pre-signing matters (1.); conferred with E. Quinlisk re same (.3).	2,082.40
6/01/09	JPG	7.00	Reviewed and commented on communications materials (1.5); worked on various matters ancillary to signing of Asset Purchase Agreement including Transition Services Agreement and Master Lease Agreement (2.5); followed up with R. Osborne re various matters pertaining to Board composition and governance (.5); worked on matters re Chapter 11 filing and conferred with D. Murray re same (.5); conferred with NYTO, GM Legal, Weil Gotshal and others re Chapter 11 filing (1.); followed up re same (.5); worked on coordinating release of signatures to Asset Purchase Agreement and logistical matters re inclusion of Asset Purchase Agreement in Chapter 11 filing (.5).	4,984.00
6/01/09	GMD	2.30	Conferred re sale order language and impact on GM reorganization treatment (.3); conferred with tax team re tax refunds issues (2.).	1,196.00
6/01/09	PLB	7.90	Reviewed transfer requirements associated with permits for transferred real property and for leased property (3.5); reviewed remediation obligations that must be transferred (1.5); multiple telephone conferences with A. Torrence re responding to B. Schmidt request for "permit issues" chart (.5); created and revised same (1.4); conferred with R. Graham, L. Grayson and A. Torrence re strategy moving forward and action items in order to accomplish the transfer of permits and financial assurance and accomplish other tasks required prior to closing (1.).	3,025.70

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6/01/09	VMP	5.00	Reviewed post-filing closing checklist for real estate items to be resolved (.5); updated post-filing closing checklist (1.2); updated master list of real estate agreements that required third party consent to assign prior to closing (.8); drafted e-mail summary of process to follow in order to assume or reject leases under Master Purchase and Sale Agreement per D. Homic Hoge (1.5); met with J&B real estate team re revised post-filing closing checklist for real estate issues (1.).	1,915.00
6/01/09	RHC	3.20	Worked on warrant matters (2.5); worked on transaction signing matters (.7).	1,225.60
6/01/09	MCF	1.00	Corresponded with deal team, Cleary, Cadwalader and Weil Gotshal re ancillary documents.	285.00
6/01/09	MQH	1.00	Reviewed initial partial draft of pre-closing memorandum re obligations of GM between signing and closing.	285.00
6/01/09	PHR	.30	Conferred with S. Han and T. Monson re consent letters for joint ventures.	85.50
6/01/09	JDL	1.70	Coordinated distributions of final exhibits to Master Purchase and Sale Agreement and conferred with E. Quinlisk re same.	465.80
6/01/09	KMB	2.50	Worked on real estate due diligence issues (1.); met with F. Eichenlaub and L. Sylvester re subdivision determination (.5); met with D. Resnick, D. Horvath, F. Eichenlaub, V. Pacione, E. Jarmusz, N. Berger and L. Sylvester re post-closing checklist (1.).	685.00
6/01/09	AAT	10.00	Researched state property transfer laws (3.5); created chart re same (1.); met with R. Graham, L. Grayson, P. Boye-Williams and M. Strong re outstanding post-filing tasks to be completed (1.); created tracking chart of permits to be transferred (3.); created list of questions re permits to be transferred (.8); revised permit tracking chart (.7).	2,740.00
6/01/09	TRF	.50	Met with J&B team re progress on licensing of NewCo entity as distributor and manufacturer.	205.50

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6/01/09	DKA	10.10	Corresponded with J. Shuman re filing Form 8-K for Section 363 (.6); reviewed and incorporated various comments to Master Purchase and Sale Agreement (2.9); edited and reviewed Master Purchase and Sale Agreement and prepared same for filing (2.); conferred with M. Wolf re same (.7); attended telephone conferences with other attorneys from Cadwalader and Weil Gotshal and various J&B subject matter experts re Master Purchase and Sale Agreement (.6); prepared for and coordinated signing process with client and Cadwalader (.9); drafted and reviewed confidentiality letters (.3); edited sellers' disclosure schedule (.4); circulated revised agreement and schedules to Treasury, Cadwalader, GM, Weil Gotshal, J&B and various other personnel (.3); conferred with Weil Gotshal, Cadwalader, GM and J&B personnel re Master Purchase and Sale Agreement (.7); conferred with J. Langston re final documents and post-signing actions (.7).	2,767.40
6/01/09	MPS	1.20	Attended environmental team meeting (1.); e-mailed E. Jarmusz re real estate issues (.2).	328.80
6/01/09	HDM	1.00	Retrieved and reviewed Chrysler decision on sale motion.	525.00
6/01/09	DWH	1.00	Reviewed final Master Purchase and Sale Agreement and schedules (.8); coordinated internal distribution of final documents (.2).	274.00

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6/01/09	EMJ	6.50	Attended real estate workstream meeting (1.); e-mailed T. Sperry of GM re locating, identifying and describing documents necessary for consents (Tonawanda) per V. Pacione (.5) ; reviewed documents re same (1.); reviewed environmental agreement checklist and corresponded with M. Strong re same (.5); conferred with GM re password for environmental data room (.1); corresponded with environmental department detailing data room password and directions to documents (.4); corresponded re environmental review list (.5); additionally searched for documents requiring consent (.5); continued to review title updates and continued update of lien checklist (1.6); corresponded with S. Nadolski at title source re same (.1); corresponded with GM re missing documents (consents) (.3).	1,781.00
6/01/09	GSK	.70	Attended meeting with V. Slosman, M. Kopp, T. Schrage and M. DeMarino re licensing of state representatives.	191.80
6/01/09	MRK	10.70	Reviewed Article 6 of Master Purchase and Sale Agreement in order to draft pre-closing requirements/obligations memorandum (1.6); drafted pre-closing requirements/obligations memorandum (8.); conferred with M. Hill re edits/comments to memorandum (.1); conferred with licensing group to determine which associates would be responsible for those certain representatives that covered more than one state (1.).	2,931.80
6/01/09	SRM	3.90	Drafted summary of testimony from Chrysler sale hearings.	1,068.60
6/01/09	DBM	3.00	Began creating closing sets for Section 363 sale signing (1.9); met with with D. Anna re same (1.1).	822.00
6/01/09	TFS	.90	Met with licensing team re procedure for licensing manufacturer and distributor representatives.	246.60
6/01/09	VKS	2.00	Met with M. Kopp, T. Schrage, G. Knudsen and M. DeMarino re applications to representatives which are licensed in multiple states (.8); edited list of representatives (1.2).	548.00

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6/01/09	MXD	2.50	Conferred with state agencies re manufacturer and distribution license (.5); reviewed GM's manufacturer/distribution representative list (1.2); met with V. Slosman, T. Schrage, M. Kopp and G. Knudsen re same (.8).	685.00
6/01/09	DOG	6.20	Continued online research re transfer tax statutes, ordinances and codes (4.); printed, scanned and updated chart re same (2.); followed up with N. Berger re same (.2).	930.00
6/01/09	NHB	5.50	Retrieved documents from active lease file CDs and identified missing documents per E. Jarmusz (.3); continued online searches for transfer tax statutes and forms (1.3); continued review and organization of same (1.2); followed up with K. Boike and D. Garcia re status (.4); continued scanning, printing and organizing documents and statutes (.7); updated transfer tax spreadsheets (.6); met with Real Estate Department re status and post-filing assignments (1.).	1,430.00
6/01/09	LHSX	6.10	Researched state and municipal codes and ordinances re land division and subdivision laws (1.2); printed and filed codes and ordinances re land subdivision (1.8); conferred with librarian re possible resources to find city and county codes and ordinances on land subdivision (1.5); met with F. Eichenlaub and K. Boike re completing, collecting and analyzing city and county subdivision codes and ordinances (.6); attended meeting with real estate group re post closing checklist (1.).	915.00

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6/02/09	ELG	6.50	Reviewed updated permit summary to B. Schmidt (.5); conferred with D. Berz, T. Goslin and P. McCarroll re managing of bankruptcy-related environmental notices (.5); participated in telephone conference with GM, US Treasury, Cadwalader and Weil Gotshal re determination of owned and leased properties to go to NewCo and evaluation of related environmental matters (1.5); conferred with P. McCarroll re bankruptcy-related notices and telephone conference requested (.2); responded to request re draft notice letters re financial assurance (.2); provided further response re same (.3); evaluated other outstanding issues re environmental notices potentially required following bankruptcy filing (1.); conferred further with P. McCarroll re same (.5); reviewed updates from M. Ressler and D. Anna re matter status and documents status (.6); worked with P. Boye-Williams, A. Torrence and R. Graham re permits summary and information needed by GM (1.2).	3,770.00
6/02/09	RLG	4.80	Reviewed issues re bankruptcy related notices under permits, orders and other filings (2.6); reviewed e-mail re same (.5); reviewed update re lien status from real estate workstream (.5); reviewed update re real estate document review re environmental issues and indemnification issues (.5); updated bankruptcy court developments (.7).	3,240.00
6/02/09	DIR	4.00	Telephone conference with US Treasury re real estate issues (2.7); reviewed and revised related issues (1.3).	2,700.00
6/02/09	MJR	1.00	Drafted summary of Asset Purchase Agreement benefit provisions and revised per W. Scogland edits re same.	575.00
6/02/09	DSH	6.80	Worked on real estate matters re Master Purchase and Sale Agreement (3.); participated in telephone conference re excluded properties (1.3); reviewed memorandum prepared by V. Pacione re leases and excluded property (.5); participated in telephone conference re real estate matters to be completed prior to closing date (1.); reviewed post-filing checklist (.5); reviewed Master Purchase and Sale Agreement and related documents (.5).	3,400.00

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6/02/09	WLS	.30	Worked on benefit summary.	230.10
6/02/09	JFC	.80	Reviewed and revised Asset Purchase Agreement amendment.	400.00
6/02/09	STL	.50	Reviewed memoranda and materials re summary of Master Purchase and Sale Agreement benefit provisions.	274.00
6/02/09	EGQ	6.80	Office conferences with T. Failor, V. Slosman, M. Kopp, T. Schrage, G. Knudsen and M. DeMarino re licensing efforts (1.2); reviewed materials re same (.5); office conferences with V. Slosman and M. DeMarino re licensing issues (.3); telephone conference with G. Velez and V. Slosman re licensing issues (.4); reviewed and revised warrant summary (.5); office conference with B. Boch re governance issues (.3); telephone conference with G. Vello re warrants (.4); reviewed licensing charts and summaries (.6); telephone conference with M. Whitchurch re same (.3); corresponded with D. Do re warrants (.3); office conference with M. Ressler re summaries (.4); telephone conferences with R. Clarke re same (.1); reviewed and commented on summaries (.3); office conference with B. Boch re same (.1); reviewed same (.1); reviewed governance summary (.3); reviewed filings (.7).	3,162.00
6/02/09	FJE	5.00	Participated in telephone conference re real estate issues (1.8); reviewed memorandum re same (.3); updated checklist (1.3); e-mailed Weil Gotshal re various issues (.4); office conferences with E. Jarmusz re environmental lien (.2); circulated checklist to group (.1); telephone and office conferences with N. Berger and D. Resnick re staffing (.2); e-mailed N. Berger re tracking sheets (.2); telephone conference with M. Kopp and E. Quinlisk re properties (.1); e-mailed E. Jarmusz re properties (.4).	2,055.00
6/02/09	GRM	.50	Reviewed correspondence re closing.	205.50
6/02/09	DEB	5.00	Prepared Transition Services Agreement and schedules thereto (1.5); prepared summaries of key instruments and documents (3.5).	2,875.00

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6/02/09	MTW	7.80	Reviewed and revised transaction document summaries (1.8); coordinated contact card (.3); conferred with and e-mailed re potential amendment to Master Purchase and Sale Agreement and related disclosure to bankruptcy court (.8); followed up re same (2.); telephone conference with Cadwalader re excluded entities (.3); followed up re same (2.); conferred with and e-mailed re Form 8-K disclosure (.3); conferred with and e-mailed J. Gromacki, D. Murray, R. Osborne, L. Buonomo, J. DaMour, A. Segovia and Weil Gotshal re various pre-closing matters (.3).	4,056.00
6/02/09	BRB	10.00	Reviewed final Section 363 sale transaction documents (1.8); conferred with C. Abbott re subscription agreement matters (.4); corresponded with R. Shrosbree re bank regulatory matters (.2); reviewed and revised summary of NewCo capitalization and governance documents (4.3); conferred with E. Quinlisk re Section 363 sale transaction issues and followed up re same (1.); prepared summary of U.S. Treasury's governance proposal (2.3).	5,480.00
6/02/09	JPG	8.30	Reviewed Asset Purchase Agreement and schedules (2.); worked on memorandum re pre-closing obligations (2.5); conferred with NYTO, Weil Gotshal, J&B, Morgan Stanley and Evercore representatives re purchase price (1.); conferred with A. Segovia and L. Buonomo re transaction and post-signing matters (1.); worked on draft amendment to Asset Purchase Agreement (1.8).	5,909.60
6/02/09	CXA	2.00	Reviewed and provided comments on document summaries (1.); followed up on various matters with B. Boch (.5); corresponded with Weil Gotshal re executed subscription agreements (.5).	900.00
6/02/09	AP	1.30	Conferred with client and Weil Gotshal re notices to and consents from third party vendors (.2); provided instructions to J. Kline re same (.1); reviewed provisions of relevant agreements (1.).	676.00

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6/02/09	PLB	.80	Reviewed e-mail from B. Schmidt re transfer of permits (.2); e-mailed A. Torrence re same (.4); reviewed e-mail from E. Grayson re financial assurance and other bankruptcy notifications required under environmental laws (.2).	306.40
6/02/09	VMP	5.00	Participated in telephone conference with US Treasury officials, Cadwalader attorneys and GM real estate employees re properties to include or exclude on property by property basis (3.4); reviewed and responded to D. Homic Hoge and T. Conder's questions re assumption or rejection of leases (.8); assembled list of permits and other real estate agreements that require third party consent to assign (.8).	1,915.00
6/02/09	RHC	1.50	Prepared summary of warrants (.9); organized files (.6).	574.50
6/02/09	MCF	2.50	Worked on post-signing matters, including preparation of transaction document summaries.	712.50
6/02/09	MQH	2.00	Reviewed and commented on complete initial draft of pre-closing memorandum re obligations of GM between signing and closing (1.6); conferred with D. Anna re post-signing items (.4).	570.00
6/02/09	KMB	3.30	Worked on subdivision issues (2.); met with L. Sylvester re same (.6); worked on transfer tax issues (.5); met with N. Berger re same (.2).	904.20
6/02/09	AAT	4.50	Created draft notice of bankruptcy letters for financial assurance (1.5); created charts of properties with financial assurance for US Treasury and RCRA (2.); conferred with P. Boye-Williams re permit transfer chart questions (1.).	1,233.00
6/02/09	FKP	.90	Worked on issues re VEBA note (.5); revised summary of VEBA note term sheet (.4).	468.00

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6/02/09	DKA	8.60	Reviewed notes re post-signing items (.7); corresponded with Weil Gotshal attorneys re final exhibits (.9); conferred with J. Langston re post-signing items (.4); conferred with H. Pais re final documents (.4); coordinated post-signing items and actions and conferred with M. Ressler and M. Hill re same (1.1); reviewed First Amendment to Master Purchase and Sale Agreement (.6); reviewed and responded to e-mail (.5); coordinated creating contact cards for questions re Section 363 sale agreement (1.7); conferred with D. Millison re creating signing books (1.1); corresponded with J. Langston and T. Stenger re Exhibit A to sellers' disclosure schedule (.7); corresponded with J&B subject matter experts re final documents (.5).	2,356.40
6/02/09	MPS	.70	Telephone conference with D. Horvath re real estate issues (.2); telephone conference with M. Dedyne re status of documents to be reviewed for environmental liabilities (.2); drafted e-mail updates to J&B environmental team re same (.3).	191.80
6/02/09	MZR	13.00	Worked on post-signing issues re Master Purchase and Sale Agreement and conferred with D. Anna re same (5.5); drafted amendment to Master Purchase and Sale Agreement (1.3); drafted summary of Master Purchase and Sale Agreement (4.1); conferred with E. Quinlisk re same (.4); revised closing checklist (1.7).	4,979.00
6/02/09	HDM	1.30	Conferred with S. McNally and D. Murray re Chrysler docket entries relevant to GM including stay motion to court of appeals (.3), reviewed sale opinion, tarp opinion and tax opinion (1.).	682.50
6/02/09	DWH	4.10	Conferred with GM and Cadwalader re disposition of GM subsidiaries (3.6); e-mailed S. Buffo re follow-up on "Certain Business Events" disclosures (.2); e-mailed H. Pias re certain purchased entities (.3).	1,123.40

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6/02/09	EMJ	5.00	Corresponded with GM re missing documents necessary for consent letters and reviewed documents as received for consents (1.); e-mailed GM to determine if agreements still active (.5); coordinated checklist for telephone conference with US Treasury per V. Pacione and edited same (1.); reviewed title commitment and lien search and updated lien and mortgage list (1.6); corresponded with title company re same (.2); met with F. Eichenlaub re EPA lien (.3); drafted e-mail to environmental and real estate workstreams re same (.2); drafted e-mail to GM re different agreements needing consent (.2).	1,370.00
6/02/09	GSK	3.50	Conferred with state licensing departments re timing for processing of applications (1.9); conferred with E. Quinlisk re same (.3); updated chart re same (1.3).	959.00
6/02/09	MRK	6.40	Conferred with E. Quinlisk re licensing updates, timing issues and recalling states (.5); edited pre-closing memorandum to include capitalized defined terms and for readability/legalese issues (4.8); recalled states whose applications have not arrived (.4); researched Asset Purchase Agreement in order determine if any manufacturing or distributing properties were indicated as excluded or wholly outsourced and thus not required to be licensed (.7).	1,753.60
6/02/09	SRM	3.60	Retrieved and summarized documents from Chrysler docket re waiver of 10-day stay for H. McArn.	986.40
6/02/09	TFS	.50	Met with licensing team re procedure for licensing manufacturer and distributor representatives.	137.00
6/02/09	VKS	3.20	Met with E. Quinlisk, T. Failor, G. Knudsen, M. Kopp, T. Schrage and M. DeMarino re status of licensing of new entity (.5); conferred with E. Quinlisk and G. Valez re termination or rejection of contracts (.2); conferred with various states for clarification on timing of process and updated spreadsheet (2.5).	876.80
6/02/09	MXD	8.00	Researched bond requirements for manufacturer and distributor license (3.); met with E. Quinlisk re calls to state regulators (3.); compiled list of states requiring certificates to do business (2.).	2,192.00

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6/02/09	NHB	4.50	Continued document retrieval and identification from active lease file CDs (.7); identified missing documents pursuant to attorney request (.3); continued transfer tax projects (1.5); met with K. Boike re handling of transfer tax issues and re tracking spreadsheets re same and followed up re same (.3); updated information and spreadsheets (.5); began development of property checklists for closing documents (1.2).	1,170.00
6/02/09	MLW	1.00	Office conference with J&B team re distributor, manufacturer, license plate and authorized representative state licensing requirement project (.2); telephone conferences with CT Corporation re same (.2); reviewed state manufacturer, distributor and license plate forms (.5); prepared e-mail re charts (.1).	260.00
6/02/09	JACX	6.40	Reviewed documents re bankruptcy sale (2.); organized documents into final signing book (4.4).	960.00
6/02/09	LHSX	6.60	Researched state, city and county regulations, codes and ordinances re subdivision or lot splits (2.1); met with K. Boike re subdivision laws (.5); filed research and identified outstanding issues (.6); conferred with county and city government planning departments re subdivision and lot split regulations (3.4).	990.00
6/03/09	DRM	.90	Memorandum to J. Gromacki re developments in Chrysler case and possible impact on GM Section 363 sale (.5); reviewed materials re same (.4).	690.30

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6/03/09	ELG	4.50	Conferred with P. McCarroll and B. Schmidt re other possible environmental notices at issue (.3); responded to R. Graham re matter status (.2); participated in telephone conference with GM team re environmental notices required by bankruptcy (1.); requested information needed from real estate group re lease and excluded property list (.2); updated R. Graham, P. Boye-Williams and A. Torrence re notice data needed to GM (.3); reviewed draft notice letter from GM (.2); conferred re letter revisions to P. McCarroll re notice issues (.2); directed P. Boye-Williams and A. Torrence re US Treasury financial assurance and non-transferring properties notice issues (.2); telephone conference with D. Berz re concern over letter impact to regulators (.5); responded to M. Strong re voluntary disclosure research issues (.3); met with A. Torrence re bankruptcy notices required for NewCo/OldCo sites and GM's strategy here (.7); updated D. Berz re letter issues (.4).	2,610.00
6/03/09	RLG	4.80	Worked on draft notification letter, financial assurance issues and notification (3.); reviewed order approving procedures for Section 363 transaction (1.); further reviewed final documents and updated developments (.8).	3,240.00
6/03/09	DIR	4.00	Attended real estate workstream telephone conference re post-closing checklist (1.7); reviewed documents on related real estate issues (2.3).	2,700.00
6/03/09	MJR	.30	Reviewed term sheet for closing book (.2); telephone conference with T. Ling re same (.1).	172.50
6/03/09	WLS	.30	Worked on labor and benefits term sheet (.2); conferred with S. Ling re same (.1).	230.10
6/03/09	JFC	4.00	Conferred with D. Batterson re Transition Services Agreement issues (.3); participated in Section 363 core team telephone conference (1.3); conferred with M. Wolf re Asset Purchase Agreement amendment (.2); reviewed and revised draft of Asset Purchase Agreement amendment (.8); conferred with J. Kimbel and D. Batterson re Transition Services Agreement matters (.7); conferred with J. Kimbel re Hummer and Saturn divestitures (.7).	2,000.00

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6/03/09	STL	1.50	Prepared revisions to term sheet (1.4); office conference with W. Scogland re same (.1).	822.00
6/03/09	EGQ	6.30	Reviewed correspondence from A. Mistry re warrants (.2); reviewed and revised summary description for inclusion in prohibited transaction exemption disclosure (1.4); telephone conference with R. Shrosbree, B. Boch and D. Batterson re re same (.4); corresponded with B. Boch re prohibited transaction applications (.3); reviewed same (.3); telephone conference with M. Ressler re same (.1); reviewed and revised summaries (.9); corresponded with R. Clarke re same (.3); telephone conferences with CT (.6); telephone conference with G. Velez re licensing (.4); reviewed summary charts (1.); corresponded with V. Slosman re licensing issues (.4).	2,929.50
6/03/09	FJE	7.50	Participated in telephone conference re real estate issues (1.5); updated checklist to reflect call and comments of L. Smith (.5); office conferences with E. Jarmusz re current issues (.5); e-mailed N. Berger and K. Boike re transfer taxes and subdivisions (.5); reviewed subdivision files (1.); reviewed information re properties (1.); drafted summary of real estate documents and e-mailed M. Ressler re same (2.5).	3,082.50
6/03/09	GRM	.30	Reviewed correspondence re Section 363 closing.	123.30
6/03/09	DEB	3.60	Prepared summaries of key instruments and documents, including Transition Services Agreement, VEBA notes and equity documents and conferred with J. Cox re same(2.8); office conferences with B. Boch re preparation for closing and finalization of documents (.5); finalized Transition Services Agreement and related telephone conference with J. Kimball (.3).	2,070.00
6/03/09	MTW	2.30	Attended all-hands telephone conference re current status (1.3); participated in GM core team telephone conference with GM internal team and co-counsel (1.).	1,196.00
6/03/09	BRB	2.50	Reviewed summary of VEBA securities that will be included in ERISA prohibited transaction exemption application (1.5); conferred with R. Shrosbree and D. Batterson re same (1.).	1,370.00

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6/03/09	JPG	5.80	Worked on amendment to Asset Purchase Agreement (1.5); attended status telephone conference re transaction and pre-closing matters (1.); participated in Contingency Planning Support team meeting (1.5); reviewed issues re Form 8-K and commented re same (1.8).	4,129.60
6/03/09	CXA	.50	Participated in telephone conference with B. Boch re Prohibited Transaction Exemption Application (.2); participated in follow-up call re same (.3).	225.00
6/03/09	GMD	2.50	Reviewed and conferred re changes to Master Purchase and Sale Agreement re particular amounts to be credit bid in sale.	1,300.00
6/03/09	PLB	1.70	Prepared environmental task list for pre-closing obligations (.7); reviewed and provided comments re draft notice letter re permit transfers in bankruptcy (.5); multiple telephone conferences with A. Torrence re status (.5).	651.10
6/03/09	VMP	6.00	Telephone conference with J&B real estate team, Weil Gotshal real estate team, G. Ing, J. Blanchard and T. Conder re real estate closing checklist (1.5); telephone conference with T. Conder re steps to follow to assume or reject leases (.6); reviewed title files to resolve discrepancies in ownership of properties between GM and AHI (2.7); updated list of third party consents required to be obtained for real estate documents (.7); conferred with D. Homic Hoge re additions to Schedule 2.2(b)(5) to Master Purchase and Sale Agreement (.5).	2,298.00
6/03/09	RHC	2.60	Prepared summaries of Participation Agreement and Deferred Termination Agreement (2.5); distributed same to E. Quinlisk (.1).	995.80
6/03/09	MQH	5.30	Revised pre-closing memorandum and circulated to M. Wolf for review (1.0); updated Master Purchase and Sale Agreement term sheet for distribution to client (2.5); reviewed and revised summary of key transaction documents for distribution to client (1.8).	1,510.50
6/03/09	MMH	.70	Reviewed issue of contract severability.	268.10

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6/03/09	KMB	2.30	Reviewed subdivision statutes (2.1); met with E. Jarmusz re transfer tax statutes (.2).	630.20
6/03/09	MEH	.50	Reviewed and commented on amendment to Master Purchase and Sale Agreement (.2); revised term sheet section re Transition Services Agreement (.3).	137.00
6/03/09	AAT	5.00	Reviewed and revised draft form letters for notification of bankruptcy to environmental agencies (1.3); researched permit bankruptcy notification requirements (1.7); conferred with L. Grayson re bankruptcy notifications (.5); corresponded with client re financial assurance notifications (.5); provided client with permit and agency contact information for sites with bankruptcy notice requirements (1.).	1,370.00
6/03/09	DKA	5.70	Reviewed revised First Amendment to Master Purchase and Sale Agreement (.8); reviewed and responded to e-mail (.7); coordinated creating contact cards for questions re Section 363 sale agreement and conferred with GM personnel re same (1.); reviewed final documents and corresponded with H. Pais re final documents and corresponded with J&B personnel re same (1.3); coordinated creating signing books with D. Millison (1.); reviewed Section 363 sale agreement term sheet (.9).	1,561.80
6/03/09	MZR	10.00	Drafted and revised executive summary of transaction documents (6.); revised amendment to Master Purchase and Sale Agreement (1.); conferred with GM re interaction with governmental agencies (1.3); reviewed signing book issues (.3); revised term sheet (1.4).	3,830.00
6/03/09	DWH	7.00	Extended telephone conference with Cadawalder, BCG and GM re disposition of subsidiaries and whether each subsidiary should be transferred to NewCo.	1,918.00

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6/03/09	EMJ	5.00	Attended real estate telephone conference with J&B, Weil Gotshal, GM real estate workstreams (2.5); reviewed AHI title commitments and lien updates to determine ownership and conferred with F. Eichenlaub re same (1.5); determined properties that due diligence still needs to be performed on (.5); e-mailed title company and GM re title commitments for same (.3); met with K. Boike re tax statutes (.2).	1,370.00
6/03/09	GSK	.60	Researched state licensing issues re timing, bond and secretary of state qualifications.	164.40
6/03/09	MRK	4.40	Completed recalling states re timing issues, bonds, secretary of state qualifications and other application clarifications (2.4); edited over-all questionnaire to reflect some deletions of questions now waived by couple state regulators (1.8); edited CT licensing and plate charts to reflect information (.2).	1,205.60
6/03/09	SRM	2.90	Organized and summarized documents from Chrysler docket re waiver of 10-day stay for H. McArn.	794.60
6/03/09	TFS	1.40	Confirmed state requirements for manufacturer applications re timing and copies of state certifications to do business.	383.60
6/03/09	VKS	1.70	Conferred with NC Motor Vehicles re manufacturer/distributor license (.2); conferred with Texas Motor Vehicles re same (.2); began preparing Texas representative applications (.6); conferred with M. Whitchurch and T. Schrage re compiling list of states which require copies of qualification to do business which are certified by state (.2); reviewed e-mail of state which require certified copies of qualifications to do business as part of manufacturer and distributor application (.1); updated CT spreadsheet to reflect states which do not require manufacturer and distributor licenses (.4).	465.80
6/03/09	MXD	9.00	Conferred with state regulators re manufacturer and distributor certification requirements of good standing (4.); reviewed equipment leases and ancillary documents for missing ancillary documents (5.).	2,466.00

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6/03/09	DOG	3.30	Met with N. Berger re continuing assignments (.3); revised and updated forms and information contained in transfer tax spreadsheets (2.); confirmed county locations of properties (1.).	495.00
6/03/09	NHB	4.00	Met with D. Garcia re continuing assignments (.3); revised and updated information contained in transfer tax spreadsheets (.5); developed additional spreadsheets and worksheets and continued development of checklist forms for properties (1.); confirmed county locations of properties (.2); continued document retrieval and identification from active lease file CDs and identified missing documents pursuant to attorney request (.5); followed up with K. Boike re transfer tax issues (.2); reviewed and organized files re transfer tax statutes, forms and information (1.); organized agreement, schedule and exhibits and began assembling binders re same (.3).	1,040.00
6/03/09	MLW	.70	Telephone conference with CT Corporation re distributor, manufacturer, license plate and authorized representative state licensing requirement project (.1); reviewed state manufacturer, distributor and license plate forms (.5); telephone conference with M. Kopp re same (.1).	182.00
6/03/09	LHSX	4.70	Researched remaining county and city regulations on subdivision of land and lot splits (1.3); conferred with counties and cities with no online or published information on subdivision and lot splits (2.3); printed, filed and organized research found (.3); created list of counties and cities with no regulations existing or found (.6); met with F. Eichenlaub re update on status of subdivision research (.2).	705.00
6/04/09	DRM	1.70	Office conference with J. Gromacki re status of appeal of Chrysler Section 363 sale order and implications in GM case (.1); memorandum to J. Gromacki et al. re Chrysler appeal (.3); reviewed memorandum from S. McNally re same (.2); memorandum to J. Gromacki re conversation with J. Smolinsky (.2); reviewed documents filed in Chrysler appeal (.9).	1,303.90

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6/04/09	ELG	2.80	Prepared for GM telephone conference on transactional issues re environmental (.3); participated in telephone conference with GM, R. Graham, P. Boye-Williams and others re same and followed up re same (1.5); updated P. McCarroll re environmental due diligence project (.1); worked on action item list re closing (.2); reviewed responsible corporate official issues for GM re permit transfers (.2); responded to F. Eichenlaub re Saginaw wastewater plant issues (.1); worked with A. Torrence re recommendations for transferring permits (.4).	1,624.00
6/04/09	RLG	4.50	Reviewed documents re permit transfers (1.5); updated re Saginaw waste water plant (.3); reviewed environmental due diligence summary based on real estate contract review (1.8); telephone conference with P. McCarroll, E. Grayson and others re notices re permits and licenses and plans to close if possible by end of June (.9).	3,037.50
6/04/09	DIR	5.00	Attended sale transaction telephone conference (1.3); telephone conference with clients re Renaissance Center issues (1.5); conferred with D. Horvath re same (.5); reviewed Renaissance Center document (1.7).	3,375.00
6/04/09	MJR	1.00	Telephone conference with P. Weiss and J&B team re internal VEBA liabilities and telephone conference with T. Ling re same (.9); conferred with client re same (.1).	575.00
6/04/09	DSH	3.30	Participated in telephone conference re plan to emerge from bankruptcy (1.2); reviewed real estate materials re same (1.5); telephone conference with D. Resnick re Renaissance Center matter (.5); reviewed Transition Services Agreement (.1).	1,650.00
6/04/09	JFC	2.70	Participated in Section 363 core team telephone conference (1.3); reviewed and revised Transition Services Agreement summary (.2); conferred with J. Kimbel re divestiture matters (.6); conferred with G. Davis and M. Wolf re tax issue (.6).	1,350.00

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6/04/09	STL	2.50	Reviewed memoranda and materials re VEBA liability and treatment (2.2); telephone conference with M. Renaud re same and prepared memorandum re same (.2); office conference with D. Higginbotham re disclosures (.1).	1,370.00
6/04/09	EGQ	6.30	Telephone conference with working group re status, open issues and bankruptcy issues (1.4); corresponded with P. Harris re same (.3); reviewed materials from call (.7); telephone conference with G. Velez re dealership issues (.7); reviewed and revised information request (1.2); office conferences with M. DeMarino, G. Knudsen, M. Kopp, T. Schrage and V. Slosman re licensing issues (1.1); reviewed workstream deliverables material (.3); telephone conference with A. Mistry re warrants and related issues (.3); office conference with T. Failor re licensing issues (.3).	2,929.50
6/04/09	TM	.50	Conferred with Sook Han re Asset Purchase Agreement interpretation questions (.3); reviewed Asset Purchase Agreement (.2).	275.00

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6/04/09	FJE	9.00	Office conferences with N. Berger re closing checklist, title company and various other closing issues (1.); office conference with N. Berger and M. Whitcomb re staffing (.4); telephone conferences with J. Beckstedt and e-mailed same, D. Resnick, D. Horvath and N. Berger re title company issues (.6); office conference with D. Resnick re status (.2); updated checklist throughout day (.1); reviewed active lease files for formerly excluded assets moved to purchased assets and drafted e-mail to V. Pacione re same (2.4); coordinated call between GM environmental, manufacturing and real estate and J&B counterparts re subdivision issues, utility contracts and Saginaw wastewater plant (.4); telephone conference with T. Cassino re master lease and term sheet (.2); e-mailed V. Pacione, D. Horvath and M. Wolf re same (.2); revised term sheet, blacklined and sent same to T. Cassino to review (1.); office conferences and e-mailed throughout day with J&B and GM real estate teams re due diligence, title issues, subdivision, lien and other closing issues (1.); reviewed GM presentation and spreadsheet re bankruptcy and closing (1.5).	3,699.00
6/04/09	DEB	3.00	Telephone conference with Paul Weiss lawyers and J&B corporate team re various transaction agreements and matters and preparation therefor (2.); prepared summaries of key instruments and documents (1.).	1,725.00
6/04/09	MTW	4.30	Participated in core team telephone conference (1.); conferred with informal bondholders' committee, preparation and followed up re same (1.3); reviewed and revised proposal re schedule and exhibit filing schedule (1.); conferred with J. Gromacki, M. Hill and P. Rosenbaum and e-mailed re same (1.).	2,236.00

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6/04/09	BRB	7.80	Prepared background of transaction summary for inclusion in no-action letter (1.50); conferred with P. Weiss re same (1.8); conferred with J. Feinberg re bank regulatory issues (.5); conferred with R. Shrosbree re bank regulatory matters (.2); revised summaries of subscription agreements (1.3); conferred with C. Abbott re subscription agreement matters (.3); conferred with M. Wolf re transaction structure issues (.2); reviewed summary of sale transaction agreements (.8); conferred with C. Abbott re Canadian structure issues (.5); reviewed background materials re Canadian transaction structure (.7).	4,274.40
6/04/09	JPG	9.70	Participated in GM status telephone conference re transaction (1.); worked on follow-up questions re pre-closing matters (1.3); conferred with P. Weiss, counsel to Unsecured Creditors' Committee, re Asset Purchase Agreement and related matters (1.6); conferred with M. Wolf re Section 363 issues (.8); reviewed issues re Transition Services Agreement (1.); reviewed status of asset sales and reviewed Memorandum of Understanding (1.3); met with internal team re pre-closing memorandum (.7); met with internal team re filing of schedules and exhibits (1.); conferred with client re pre-closing matters and contract interpretation (1.).	6,906.40
6/04/09	CXA	4.00	Drafted summaries of VEBA Subscription Agreement, US Treasury Contribution and Subscription Agreement and Canada Contribution and Subscription Agreement (2.); reviewed comments on same from B. Boch and revised and coordinated with M. Ressler re incorporation of summaries into larger document (1.); participated in telephone conference with P. Weiss (bondholders counsel) re Asset Purchase Agreement, other transaction terms and participated in follow-up call with B. Boch re same (1.).	1,800.00
6/04/09	AP	1.00	Participated in GM status telephone conference.	520.00
6/04/09	GMD	2.00	Conferred with J&B team members and GM tax re possible amendment to Master Purchase and Sale Agreement and whether there are tax issues for inclusion.	1,040.00

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6/04/09	PLB	2.70	Prepared for telephone conference re environmental action items with GM (.3); participated in telephone conference with client, R. Graham, E. Grayson and A. Torrence re environmental action items such as permit transfer notifications and providing notice of bankruptcy (1.2); office conference with R. Graham, E. Grayson and A. Torrence re next steps in light of telephone conference with client (.5); office conference with A. Torrence re property transfer requirements (.2); reviewed revised permit transfer notice requirements (.3); e-mailed B. Schmidt and P. McCarroll re permit transfer requirements (.2).	1,034.10
6/04/09	VMP	7.00	Reviewed title and files for owned dealership properties to confirm ownership by either GM or AHI given discrepancies in other properties (2.5); telephone conference with D. Resnick, M. Meisner, L. McLaughlin, Weil Gotshal real estate and GM real estate re pre-closing items to complete for Renaissance Center properties (1.); began reviewing terms of leases for properties where there has been no decision as to assumption or rejection (2.5); e-mailed S. Nadolski at title company re delivery of missing items for GM-owned properties (.8); reviewed revised terms of subdivision master lease term sheet (.2).	2,681.00
6/04/09	MQH	2.00	Reviewed M. Wolf's comments to pre-closing memorandum and circulated same to tax and benefits for comments (.9); attended telephone conference with GM Legal re Europe restructurings and necessary approvals to effectuate such (.6); conferred with P. Rosenbaum re schedule updates (.5).	570.00
6/04/09	PHR	1.00	Corresponded with F. Harden and S. Han re changes to schedules to Master Purchase and Sale Agreement (.2); reviewed multiple e-mail from J. Freeburg and others re potential changes to schedules (.2); met with M. Hill re same and re her taking lead with respect to any updates to schedules (.3); met with M. Hill and M. Wolf re same (.3).	285.00
6/04/09	MMH	.90	Reviewed Chrysler pleadings and decision.	344.70

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6/04/09	KMB	.80	Worked on subdivision issues and conferred with L. Crawford re same (.7); worked on transfer tax issues (.1).	219.20
6/04/09	MEH	1.20	Drafted portions of background summary re Transition Services Agreement for securities disclosure (.3); drafted and revised per comments from D. Batterson portion of transaction term sheet re Transition Services Agreement (.7) e-mailed same to J. Kimbel, D. Batterson and A. Segovia (.2).	328.80
6/04/09	AAT	6.00	Telephone conference with P. McCarroll, B. Schmidt, R. Graham, L. Grayson and P. Boye-Williams re bankruptcy notice and permit transfers (1.5); revised chart of permits to be transferred (1.); researched required signatures for permit transfers in several states (1.2); researched definition of Responsible Official in several states (1.); e-mailed P. McCarroll and B. Schmidt re same (.2); e-mailed B. Schmidt re agency contact information and state permit transfer forms (.3); created list of permits required to be transferred by state (.8).	1,644.00
6/04/09	DKA	6.10	Reviewed closing checklist and corresponded with McKenna and Long re same and drafted confidentiality letter for same (1.3); reviewed bondholder term sheet (.4); reviewed and responded to e-mail re post-signing matters (.8); attended telephone conference with J&B and Weil Gotshal personnel re filing exhibits and schedules to Master Purchase and Sale Agreement and reviewed Weil Gotshal's exhibit and schedule list (.5); coordinated creating contact cards for questions re Section 363 sale agreement and corresponded with D. Freeman re same (1.5); reviewed signing book binder (.7); reviewed Section 363 sale transaction summary (.9).	1,671.40
6/04/09	MPS	1.30	Researched disclosure obligations for potential future permit violations.	356.20
6/04/09	PJT	.30	E-mailed D. Murray and H. McArn re Second Circuit argument re Chrysler.	210.00

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6/04/09	MZR	7.00	Prepared for and attended telephone conference with P. Weiss re transaction documents (2.); reviewed summary of transaction documents (2.); telephone conference with Weil Gotshal re bankruptcy filings (.5); conferred with GM re same (.2); drafted table of schedules and exhibits for bankruptcy filings (1.); reviewed signing books (.3); revised amendment to Master Purchase and Sale Agreement (.5); e-mailed re Section 363 issues (.5).	2,681.00
6/04/09	HDM	1.90	Reviewed stay waiver pleadings and S. McNally memorandum re same (1.5); conferred with S. McNally and D. Murray re attendance at court of appeals hearing (.4).	997.50
6/04/09	EMJ	5.50	Reviewed Oakland Truck Center lien and updated Unsecured Creditors' Committee lien checklists re same (.6); reviewed e-mail and attachments to determine property ownership and or verify GM ownership (1.4); summarized missing properties for lien checklist and e-mailed J&B and Weil Gotshal workstreams re same (.8); reviewed Georgia transfer tax statute (1.2); reviewed portions of New Jersey transfer tax statute (1.5).	1,507.00
6/04/09	SRM	.60	Searched appellate docket in Chrysler case for briefs filed for argument.	164.40
6/04/09	DOG	2.30	Continued transfer tax research (.9); updated several transfer tax and property tracking spreadsheets (.8); determined open transfer tax issues (.2); followed up with N. Berger re same (.4).	345.00

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6/04/09	NHB	6.00	Met with F. Eichenlaub re closing checklists and property tracking documents and information (.8); followed up with D. Garcia and K. Boike re continuing assignments (.7); continued revisions and updating information contained in transfer tax spreadsheets and developed additional spreadsheets, checklists and worksheets (1.3); reviewed Master Property Spreadsheet to determine lease file numbers of properties requested by attorneys and document retrieval and identification from active lease file CDs pursuant to attorney request (1.7); scanned, printed and saved documents re additional properties (.9); further reviewed and organized files re transfer tax statutes, forms and information (.6).	1,560.00
6/04/09	MLW	1.00	Reviewed state manufacturer, distributor and license plate forms.	260.00
6/04/09	LHSX	4.10	Researched regulations re lot splits and land subdivision (1.2); conferred with local government planning and assessing departments for process and regulations re land subdivision (2.3); created list of notes on all procedures and regulations found re subdivisions (.3); printed and filed subdivision regulations (.2); conferred with K. Boike re progress on subdivision research and follow up (.1).	615.00
6/05/09	DRM	2.20	Began review of briefs in Chrysler appeal for impact on GM (1.); telephone conference with H. McArn and S. McNally re Second Circuit agreement and discussion and review of reports of same (1.); memoranda to J. Gromacki et al. re same (.2).	1,687.40
6/05/09	ELG	1.00	Reviewed update on landfill properties from T. Conway (.2); worked on action list issues and open matters (.4); conferred with real estate workstream re access needed to dataroom by environmental work stream (.2); reviewed Saginaw wastewater plant issues raised by F. Eichenlaub (.2).	580.00
6/05/09	RLG	1.00	Updated re developments re work of environmental workstream on notice and transfer issues.	675.00

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6/05/09	DIR	4.00	Reviewed Renaissance Center real estate issues (2.1); telephone conference with clients, Weil Gotshal and Honigman re Beaubien deck and other Renaissance Center issues (1.9).	2,700.00
6/05/09	MJR	3.30	Reviewed pre-closing requirements memorandum re benefit provisions and telephone conference with M. Hill re same (.3); reviewed T. Ling e-mail re UAW Retiree Settlement Agreement summary and reviewed Master Purchase and Sale Agreement and UAW retiree settlement agreement re same and drafted summary response re same (3.).	1,897.50
6/05/09	DSH	1.60	Reviewed correspondence re master lease and subdivision lease term sheet and reviewed underlying documents (.8); reviewed schedules to Master Purchase and Sale Agreement (.5); reviewed documents re rejection and negotiation of leases (.2); telephone conference with G. Ing re matter (.1).	800.00
6/05/09	MHM	1.40	Reviewed bankruptcy court for key first day pleadings for background information.	364.00
6/05/09	JFC	5.40	Participated in GM team telephone conference with GM internal team and co-counsel (.8); conferred with and e-mailed M. Wolf re Asset Purchase Agreement issues, executory contract assignments and disclosure schedule modifications (1.); conferred with J. Kimbel re Hummer and Saturn divestiture matters (.3); reviewed Memorandum of Understanding re same (2.1); reviewed and revised Section 363 sale process summary (1.2).	2,700.00
6/05/09	STL	.50	Reviewed memoranda and materials re pre-closing checklist and internal VEBA.	274.00

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6/05/09	EGQ	7.80	Office conference with V. Slosman re summary chart and proposed revisions (.6); reviewed and commented on same (1.3); telephone conference with E. Shaffer and J. Hater re various issues (.5); office conference with G. Knudsen re questionnaire (.3); reviewed and commented on same (1.4); reviewed and commented on materials for distribution to GM (2.); telephone conference with G. Velez re licensing (.7); office conference with B. Boch re same (.5); office conferences with M. Whitchurch re various filings (.5).	3,627.00
6/05/09	TM	.70	Telephone conference with Sook Han, M. Hill and R. Berkovitch re approval requirements under Master Purchase and Sale Agreement and bankruptcy rules.	385.00
6/05/09	FJE	.30	Reviewed correspondence re term sheet and e-mailed D. Horvath re same (.2); reviewed correspondence re tracking sheet and checklist and responded to e-mail re same (.1).	123.30
6/05/09	GRM	.80	Reviewed existing external VEBA (.4); reviewed files re same (.3); corresponded with M. Renaud re same (.1).	328.80
6/05/09	MTW	4.50	Participated in GM team telephone conference with GM internal team and co-counsel (1.); reviewed and revised language for inclusion in real estate consent (.3); conferred with and e-mailed re same (.4); coordinated requests from Unsecured Creditors' Committee and informal bondholders' committee (.5); reviewed and revised proposal re schedule and exhibit filing schedule (.5); conferred with B. Boch re regulatory provisions (.5); reviewed and revised pre-closing covenant memorandum (.3); conferred with and e-mailed A. Segovia, S. Karotkin, H. Pais and others re same (1.).	2,340.00
6/05/09	BRB	3.50	Analyzed bank regulatory issues (.4); corresponded with J. Feinberg re same (.2); conferred with M. Wolf re Asset Purchase Agreement regulatory provisions (.3); corresponded with E. Quinlisk re dealer licensing issues (.1); reviewed e-mail from J. Feinberg re bank regulatory issues (.8); reviewed bank regulatory matters (1.); prepared e-mail summarizing same (.7).	1,918.00

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6/05/09	JPG	7.00	Participated in GM team telephone conference with GM internal team and co-counsel (1.8); reviewed and commented re summaries and pre-closing memorandum (2.5); reviewed divestiture materials (.5); reviewed and responded to correspondence with Unsecured Creditors' Committee counsel (1.); worked on matters pertaining to implementation of the Section 363 sale (1.2).	4,984.00
6/05/09	PLB	2.00	Revised environmental action list per discussion with P. McCarroll (.5); reviewed research re property transfer act requirements (1.5).	766.00
6/05/09	VMP	7.30	E-mailed M. Antonetti at GM re obtaining consents for permits at Tonawanda facility (.5); conferred with GM real estate, Weil Gotshal real estate, bankruptcy and D. Resnick re Beaubien Parking deck at Renaissance Center (1.); reviewed Master Lease and Four Options Agreement re Beaubien Parking Deck (1.); reviewed and commented on form notice letter to Marriott re hotel management agreements that was prepared by M. Meisner (.8); revised form real estate consent letter to be sent to third parties requesting approval for assignment or transfer (.5); revised real estate post-filing checklist for insertion of due dates at request of J. Blanchard (.5); reviewed terms of leases where decision as to assumption or rejection is to be made (3.).	2,795.90
6/05/09	MQH	1.50	Reviewed tax and benefits comments to pre-closing memorandum and revised accordingly (.5); conferred with M. Renaud re same (.1); attended telephone conference with S. Han, representative from Weil Gotshal and others re approval process with bankruptcy court and under Master Purchase and Sale Agreement re corporate actions (.7); circulated closing checklist to participants in telephone conference (.2).	427.50
6/05/09	PHR	.20	Corresponded with M. Wolf and M. Hill re amendments to schedules and whether revised schedules or original schedules will be filed with Bankruptcy Court (.1); corresponded with S. Han re same (.1).	57.00

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6/05/09	PFJ	1.00	Telephone conference with W. Tolbert re OldCo 1940 Act status (.2); telephone conference with I. Fradkin re same (.3); reviewed precedent re same (.5).	763.00
6/05/09	KMB	4.70	E-mailed re transfer tax issue (.2); conferred with N. Berger re same (.1); met with L. Sylvester re subdivision research (.4); worked on subdivision memorandum and researched statutes re same (4.).	1,287.80
6/05/09	DKA	4.60	Conferred and corresponded with M. Renaud re post-signing documents (.2); coordinated creating contact cards for questions re Section 363 sale agreement and drafted letter to A. Segovia re same (.9); reviewed Section 363 sale transaction summary (.7); coordinated creation of additional signing books with J. Casper (.9); reviewed Weil Gotshal's and M. Wolf's comments to list of schedules and exhibits to be filed (.6); corresponded with J. Cox re revised closing checklist (.1); conferred with M. Harrison re Transition Services Agreement (.2); conferred with D. Greeman re final documents and Master Purchase and Sale Agreement and corresponded with D. Freeman and J. Kimbel re same (.6); reviewed and responded to e-mail re same (.4).	1,260.40
6/05/09	MPS	.60	Researched and drafted memorandum re disclosure.	164.40
6/05/09	PJT	.20	Reviewed report re Second Circuit's affirmance of Chrysler sale.	140.00
6/05/09	MZR	.40	Revised table of schedules and exhibits for bankruptcy filing (.3); e-mailed re same (.1).	153.20
6/05/09	HDM	4.90	Conferred with S. McNally re Chrysler court of appeals hearing protocol (.2); reviewed appellate briefs (1.); reviewed articles re Chrysler liability claims for current owners (.5); conferred with S. McNally re hearing results (1.) reviewed hearing notes and correspondence re same (2.); conferred with D.Murray re same (.2).	2,572.50

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6/05/09	EMJ	5.80	E-mailed V. Pacione and title company re ownership verification (.2); e-mailed F. Eichenlaub and N. Berger re Long Island Cadillac (.3); reviewed Long Island NY e-mail and attachments (.3); reviewed lien search for Factory Ave, Salina NY (.5); finalized lien and mortgage chart and e-mailed Weil Gotshal re same (.5); drafted notes on transfer tax statutes for Georgia and Maryland (1.); e-mailed N. Berger and K. Boike re transfer tax statutes that are incomplete (.2); reviewed title commitment for 17671 Mack, Detroit, MI (1.5); organized underlying documents for Detroit (Mack), Ypsilanti Vehicle Center; Oakland Truck Center, Sayville NY, Long Island NY, and Grand Blanc SPO (1.3).	1,589.20
6/05/09	GSK	.90	Reviewed problematic state licensing issues for motor vehicle manufacturing.	246.60
6/05/09	MRK	1.60	Entered edits from M. Wolf, T. Ling and G. Davis into pre-closing memorandum (.5); conferred with V. Slosman re updating CT licensing chart to include any problematic issues to bring to client's attention (.2); conferred with state regulators re timing of background check and inspection (.7); updated CT chart and questionnaire to reflect Missouri's problematic issues (.2).	438.40
6/05/09	SRM	8.10	Conferred with clerks at court of appeals re briefs and argument in Chrysler appeal (.1); reviewed appellate briefs in Chrysler appeal (2.8); prepared for and attended arguments before panel on Second Circuit re appeal of Chrysler sale order (3.3); conferred with H. McArn and D. Murray re events from court hearing (1.9).	2,219.40
6/05/09	VKS	3.80	Conferred with Texas Department of Motor Vehicles re timing of manufacturer license application, bonding requirements and proof of authorization to do business (.3); updated CT spreadsheet to reflect unusual requirements to obtain manufacturer/distributor license (3.5).	1,041.20
6/05/09	IF	1.00	Reviewed memorandum re 1940 act issues and conferred re same (.5); researched preliminary 1940 act (.5).	274.00

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6/05/09	MXD	2.60	Conferred with state regulators re licensing for manufacturers and distributors re county premises inspections and zoning approval process (1.4); conferred with state regulators re licensing for manufacturers and distributors re time frame and deadlines re licensing (.8); compiled and edited same (.4).	712.40
6/05/09	NHB	5.00	Continued statute retrieval and review (.9); revisions and updated information contained in transfer tax spreadsheets (.6); further reviewed Master Property Spreadsheet and e-mail attachments to determine lease file numbers of properties requested by attorneys (.7); document retrieval and identification from active lease file CDs pursuant to attorney request (1.3); scanned, printed and saved documents re additional properties upon receipt (1.); followed up with V. Pacione, D. Garcia and K. Boike re continuing assignments (.5).	1,300.00
6/05/09	MLW	.50	Met with E. Quinlisk re distributor, manufacturer, license plate and authorized representative state licensing requirements (.2); met with V. Slosman re same (.1); reviewed informational charts re same (.2).	130.00
6/05/09	JACX	2.50	Collected documents for final signing book (.7); arranged documents into final signing book for M. Renaud (1.8).	375.00
6/05/09	LHSX	2.60	Met with K. Boike re status of research on land subdivision (.4); filed research and land subdivision and updated list of notes (1.4); printed and filed Michigan statute re land subdivision (.8).	390.00
6/06/09	DIR	1.00	Reviewed and revised master leases.	675.00
6/06/09	DSH	.80	Reviewed Master Lease Agreement for excluded real properties and Subdivision Master Lease term sheet.	400.00
6/06/09	JFC	4.60	Reviewed draft of pre-closing memorandum (.5); reviewed closing checklist (.3); reviewed bondholder term sheet, warrant terms, VEBA note terms, capitalization summary documents and preferred stock terms (2.5); reviewed Hummer and Saturn divestiture term sheets (1.); reviewed Delphi sale information (.3).	2,300.00

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6/06/09	EGQ	2.70	Corresponded with J. Hater re licensing issues (.9); reviewed materials and summaries re same (1.8).	1,255.50
6/06/09	BRB	1.30	Reviewed e-mail from J. Feinberg re bank regulatory issues (.5); prepared summary of bank regulatory issues for GM working group (.8).	712.40
6/06/09	JPG	4.80	Corresponded with H. Miller re creditor committee matters and related internal follow up (.5); reviewed bank regulatory issues and related internal follow up (1.2); reviewed pre-closing checklist and commented re same (1.1); worked on other matters re bankruptcy process re Section 363 sale (1.); reviewed issues to be addressed by amendment and reviewed proposed amendment (1.).	3,417.60
6/06/09	MQH	.30	Revised pre-closing memorandum and circulated to L. Buonomo and A. Segovia.	85.50
6/06/09	NHB	2.00	Continued transfer tax research and updated spreadsheet.	520.00
6/07/09	DRM	4.60	Reviewed Chrysler briefs in appeal to Second Circuit on relevant Section 363 and TARP issues and motion for stay as presented to Supreme Court Justice Ginsburg (3.); reviewed affidavit of A. Koch re liquidation issues (.7); reviewed declaration of J S Worth in support of Section 363 motion (.5); reviewed statement of United States in support of Section 363 transaction (.2); reviewed W. Repko declaration in support of DIP facility (.2).	3,528.20
6/07/09	DIR	.50	Reviewed and revised master leases.	337.50
6/07/09	JPG	5.80	Reviewed pre-closing issues, including permit issues (2.1); followed up with internal team re same (.7); worked on other matters re preparation for early closing (1.); reviewed and analyzed issues raised by Unsecured Creditors' Committee counsel (1.3); followed up re same with internal team (.7).	4,129.60
6/07/09	MQH	.70	Reviewed materials re Europe restructuring and attended telephone conference with S. Han, J. Freeburg and R. Berkovich re same.	199.50

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6/07/09	SRM	2.60	Drafted summary of arguments presented by parties at Second Circuit argument re Chrysler appeal.	712.40
6/08/09	DRM	4.00	Reviewed additional briefs filed by petitioners in proceeding for stay sought from U.S. Supreme Court (3.); reviewed related analysis re stay entered by J. Ginsburg and prepared memorandum to J. Gromacki on potential import of stay on GM Section 363 sale (1.).	3,068.00
6/08/09	ELG	4.00	Responded to L. Markham re website and dataroom access (.1); reviewed subdivision concerns with Saginaw plant as well as landfill matters (.2); telephone conference with F. Eichenlaub re real estate and subdivision concerns for these properties (.1); telephone conference with real estate workstream re subdivision concerns and environmental matters (1.); conferred with P. McCarroll re same (.1); responded to updated NewCo property list issue (.2); reviewed subdivision property list from F. Eichenlaub (.2); reviewed issues from P. McCarroll re joint venture at Duramax site and corporate structure and permit transfer issues (.3); telephone conference with M. Wolf re holding company vs. operating sub (.3); responded to P. McCarroll re permit transfer issues with corporate format (.5); telephone conference with P. McCarroll re permit issues, matter status and real estate contracts (.3); met with P. Boye-Williams and A. Torrence re permit transfer information requests (.5); met with R. Graham re same (.2).	2,320.00
6/08/09	RLG	3.50	Updated bankruptcy status and Chrysler stay ruling (.5); updated work of environmental workstream (.8); telephone conference with E. Grayson and P. McCarroll re same (.4); reviewed revised permit transfer chart (1.3); reviewed e-mail re same and re notification (.5).	2,362.50
6/08/09	DIR	2.00	Telephone conference with clients re open items on checklist.	1,350.00
6/08/09	MJR	3.50	Worked on response to P. Weiss re existing internal VEBA and liabilities re same.	2,012.50

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6/08/09	DSH	4.00	Reviewed property control list (.2); reviewed files re leases to be rejected and leases to be assumed (.3); prepared for and participated in telephone conference re subdivision properties (1.5); worked on post-filing real estate matters re properties to be transferred to purchasers and properties to be retained by sellers (2.).	2,000.00
6/08/09	JFC	1.50	E-mailed and conferred with divestiture working group and M. Wolf re Hummer and Saturn sales (.5); participated in Section 363 core team telephone conference (.8); conferred with R. Berkovich re EI-Mo III and other bankruptcy filing issues and reviewed same (.2).	750.00
6/08/09	STL	.50	Reviewed memoranda and materials re treatment of internal VEBA and new VEBA.	274.00
6/08/09	EGQ	5.80	Reviewed materials for licenses (1.3); corresponded re same (.5); telephone conference with F. Eichenlaub re real estate assets (.3); reviewed summary materials (.8); telephone conference with V. Slosman re licensing (.3); telephone conference with G. Velez re potential contract terminations (.6); revised information request (.5); reviewed licensing applications (.8); corresponded re licensing issues with Cadwalader and GM (.7).	2,697.00
6/08/09	TM	.40	E-mailed re status of joint venture consents (.2); conferred with Sook Han re same (.1); conferred with P. Rosenbaum re same (.1).	220.00

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6/08/09	FJE	7.00	Office conference with K. Boike re subdivision requirements (.2); reviewed memorandum prepared by same (.8); prepared for telephone conference with real estate, environmental and facilities workstreams re property separation issues (.8); telephone conference with same workstreams re property separation issues (1.4); reviewed new property listing, circulated same to other workstreams and sent same to N. Berger to have updated (.2); reviewed updated worksheet, due diligence tracking sheet and updated tracking sheet (1.); e-mailed S. Nadolski and E. Jarmusz and reviewed property information re Memphis SPO and Spring Hill SPO warehouses (.4); telephone conference with T. Cassion re term sheet to subdivision master lease (.2); revised, blacklined and sent subdivision master lease term sheet to D. Horvath to review (1.6); office conference with D. Horvath re term sheet, revised same to incorporate comments and blacklined same (.3); sent same to T. Cassino (.1).	2,877.00
6/08/09	MTW	2.50	Participated in core team telephone conference (1.); conferred with J. Gromacki and e-mailed same re joint venture consents (.8); reviewed Master Purchase and Sale Agreement and e-mailed re potential amendments (.7).	1,300.00
6/08/09	BRB	2.50	Analyzed bank regulatory issues re GM Trust Bank and Ally Bank (.5); conferred with J. Feinberg and C. Abbott re same (.8); conferred with R. Shrobbree and C. Abbott re bank approval matters (.3); followed up with J. Feinberg re same (.4); reviewed presentation materials from support team meeting (.4); corresponded with R. Shrobbree re Certificate of Designation for Series A preferred (.1).	1,370.00

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6/08/09	JPG	8.50	Participated in GM team telephone conference with GM internal team and co-counsel (1.); followed up on various matters re core team telephone conference (.8); conferred with J. DaMour and S. Han re international joint venture issues and pre-closing consents and waivers required (1.9); followed up with T. Monson and M. Wolf re same (.5); reviewed and commented on draft memoranda re pre-closing covenants (1.); reviewed and commented on draft amendments to Master Purchase and Sale Agreement (.9); followed up re same (.5); conferred with various GM legal staff members re pre-closing issues (1.3); worked on other pre-closing matters (.6).	6,052.00
6/08/09	CXA	1.10	Participated in telephone conference with B. Boch and J. Feinberg re bank regulations and needed communications to regulators (.5); participated in follow-up calls with R. Shrosbree, B. Boch and G. Patti re same (.6).	495.00
6/08/09	PLB	2.30	Reviewed and revised environmental action task list (.2); e-mailed R. Graham, E. Grayson and A. Torrence re same (.2); e-mailed A. Torrence re state property transfer requirements (.3); reviewed information needed in order to transfer permits to NewCo (.3); telephone conference with E. Grayson and A. Torrence re status (.2); drafted, revised and e-mailed P. McCarroll re additional information needed for transfer of permits (1.); responded to E. Shaffer's request for information re permit transfers (.1).	880.90
6/08/09	VMP	6.10	Revised shortened version of real estate post-filing closing checklist per J. Blanchard (.5); participated in telephone conference with Weil Gotshal re remaining synthetic leases (.5); assembled title materials for Shreveport, LA facility at Gordon Ing's request (.5); updated schedule of excluded real property based on revised spreadsheet sent by D. Homic Hoge (.8); revised form of third party consent letter to be used for agreements at owned properties (.3); reviewed drafts of third party consent letters re Tonawanda, NY property prepared by E. Jarmusz (.5); reviewed terms of leases where decision as to assumption or rejection is to be made (3.).	2,336.30

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6/08/09	MCF	3.80	Conferred with C. Abbott re Convertible Preferred Stock Certificate of Designations (.3); revised and circulated Convertible Preferred Stock Certificate of Designations (3.5).	1,083.00
6/08/09	PHR	.90	Corresponded with M. Bernhard re changes to schedules re financing arrangement (.1); conferred with S. Han re joint venture consents (.3); corresponded with M. Wolf, J. Gromacki and T. Monson re same (.3); corresponded with S. Han re requested change to schedules re financing arrangement in Australia (.2).	256.50
6/08/09	KMB	4.40	Met with F. Eichenlaub re subdivision project (.2); reviewed subdivision memorandum (.1); telephone conference with L. Sylvester re subdivision research (.1); worked on subdivision memorandum (4.).	1,205.60
6/08/09	AAT	6.20	Reviewed P. Boye-Williams' revision to property transfer law chart (.5); revised property transfer law chart (1.8); researched Florida property transfer laws (1.6); conferred with L. Grayson and P. Boye-Williams re information necessary for permit transfers and new permits (.3); researched Ohio, Nevada and California requirements for new environmental permits (2.).	1,698.80
6/08/09	MPS	.10	Corresponded with case team re document issues.	27.40
6/08/09	PJT	.70	Telephone conference with D. Murray re Supreme Court stay of Chrysler sale (.3); reviewed stay papers filed with Supreme Court (.4).	490.00
6/08/09	MZR	1.70	Telephone conference with D. Freeman re bankruptcy filings (.1); e-mailed re same (.1); reviewed Saturn and Delphi-related e-mail and transaction documents (1.5).	651.10
6/08/09	HDM	1.70	Conferred with S. McNally re Second Circuit status (.2); reviewed correspondence and Supreme Court briefs (1.5).	892.50

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6/08/09	EMJ	7.70	E-mailed GM and environmental team re online data room password (.1); determined missing documents re Mack Drive, Detroit and requested, received and reviewed same (.4); drafted consent letters for Tonawanda, NY permits per V. Pacione's request and called departments to obtain addresses re same and met with V. Pacione re same (2.5); provided materials for V. Pacione during telephone conference as requested (.2); reviewed lien chart and conferred with Weil Gotshal as requested (.3); corresponded with and e-mailed title company and real estate team re Memphis, TN title work (.3); revised Tonawanda consent letters (.5); reviewed Oakland Truck Center title policy and created due diligence checklist re same (1.5); reviewed Sayville N.Y. title policy and created due diligence checklist re same (1.5); updated due diligence checklist with Active Lease file notations (.3); updated summary chart as requested (.1)	2,109.80
6/08/09	SRM	5.90	Drafted summary of arguments presented by parties at Second Circuit argument re Chrysler appeal (3.7); compiled briefs filed to Second Circuit and Supreme Court in Chrysler sale case (1.6); reviewed background information re recent Section 363 proceedings (.6).	1,616.60
6/08/09	DOG	6.00	Continued transfer tax and property information spreadsheet updating (2.2); met with N. Berger re document retrieval assignment (.5); reviewed document CDs, retrieved active lease files, updated spreadsheets re same and populated electronic folders with relevant documents (3.3).	900.00
6/08/09	NHB	8.00	Continued transfer tax research (2.2); revisions of listing for title company review and assistance (1.3); updated property information and transfer tax spreadsheets (1.8); developed additional spreadsheets and checklists (.7); met with D. Garcia re assignments to complete (.7); reviewed document CDs, retrieved active lease files pursuant to attorney requests (.3); followed up with attorneys re status and ongoing projects (.4); reviewed and indexed legal descriptions of properties (.6).	2,080.00

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6/08/09	LHSX	.50	Added citations and webpages to research on state, county and city laws re subdivision and land splits.	75.00
6/09/09	DRM	3.00	Reviewed briefs on motion for stay filed in Supreme Court, including supplemental briefs of Indiana Funds, Chrysler, Solicitor General, Creditors' Committee and Fiat and related analysis (2.5); prepared memorandum to J. Gromacki et al. re update on Supreme Court status (.5).	2,301.00
6/09/09	ELG	.70	Telephone conference with P. McCarroll re matter status, joint venture issues and permit transfer update (.3); reviewed updates re DuraMax joint venture and impact on permit transfers (.2); updated P. McCarroll re action list (.2).	406.00
6/09/09	RLG	3.00	Worked on action item list and e-mailed re same to P. McCarroll (1.); reviewed draft chart of property transfer laws (1.); reviewed revised permit transfer chart (1.).	2,025.00
6/09/09	DIR	1.00	Reviewed documents on various checklist issues.	675.00
6/09/09	MJR	1.00	Telephone conference with A. Murray re Canada's due diligence request and followed up with client re same (.5); reviewed e-mail query from M. Pieroni with W. Scogland, D. Murray and M. Wolf and responded to same (.5).	575.00
6/09/09	DSH	2.20	Worked on real estate matters re Section 363 sale transaction (.5); reviewed lease documents for leases being renegotiated in connection with same (1.); reviewed Master Purchase and Sale Agreement and related documents (.5); telephone conferences with G. Ing and T. Conder re matter (.2).	1,100.00
6/09/09	JFC	.80	Participated in GM core team telephone conference with GM internal team and co-counsel (.5); conferred with M. Wolf re various Master Purchase and Sale Agreement issues (.3).	400.00

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6/09/09	EGQ	5.30	Reviewed and revised summary and materials (1.); telephone conference with G. Velez re licensing and dealership issues (.6); office conference with B. Boch re licensing issues (.4); reviewed updated real estate materials (.3); office conference with M. Kopp re same (.3); reviewed materials in response to information request (.8); reviewed application materials (.8); telephone conference with J. Hater re various issues (.3); reviewed and corresponded re licensing issues (.2); reviewed real estate summaries (.6).	2,464.50
6/09/09	TM	.90	Telephone conference re required joint venture consents (.7); prepared for same (.2).	495.00
6/09/09	FJE	2.10	Telephone conference with P. Boye-Williams re Grand Blanc properties, RHI properties (.1); reviewed revisions to master lease term sheet, revised and blacklined same (.5); e-mailed M. Wolf and office conference with D. Horvath re amendment to Master Purchase and Sale Agreement (.2); e-mailed V. Pacione re lease amendments and reviewed terms thereof (1.); located language re bankruptcy consent (.1); office conference with L. Pierson and N. Berger re due diligence room (.1); e-mailed P. Boye-Williams re leased properties (.1).	863.10
6/09/09	DEB	1.80	Reviewed bondholder term sheet discussed on telephone conference with counsel to Creditors Committee (.3); prepared updated board slides for Creditors Committee and related telephone conference with M. Harrison with respect thereto (.7); reviewed communication re divestitures update (.3); prepared workstream participants schedule (.1); conferred with B. Boch re status of governance and securities items (.2); conferred with J. Kimbel re Transition Services Agreement (.2).	1,035.00

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6/09/09	MTW	7.50	Participated in joint venture update telephone conference with T. Monson, P. Rosenbaum and GM team (.8), participated in core team telephone conference with GM internal team and co-counsel and followed up re same (.8); telephone conference with J. DaMour, A. Segovia and others re schedules and exhibits and followed up re same (1.); reviewed and revised distribution re same (.8); telephone conference with J. DaMour and G. Davis re proposed tax amendment and reviewed proposal and followed up re same (3.); prepared summary of proposal with other proposed changes and distributed (.2); conferred with Weil Gotshal re updates (.5); conferred with J. Gromacki re sale issues (.4).	3,900.00
6/09/09	BRB	.80	Participated in core team telephone conference with GM internal team and co-counsel (.5); conferred with R. Shrosbree re terms of various NewCo securities (.3).	438.40
6/09/09	JPG	3.80	Reviewed correspondence re Section 363 sale transaction and followed up re same (.8); reviewed and commented on draft amendment (1.5); reviewed issues with M. Wolf (.5); followed up on open issues (1.).	2,705.60
6/09/09	CEK	2.00	Reviewed draft letter ruling request.	1,446.00
6/09/09	GMD	4.00	Conferred with D. Houlf re background of negotiations on certain tax provisions of Master Purchase and Sale Agreement (2.); conferred with M. Wolf and others re same and potential for amendment of Master Purchase and Sale Agreement (2.).	2,080.00
6/09/09	PLB	1.00	Office conference with A. Torrence re property transfer act research and status of environmental action items (.6); office conference with A. Torrence re status of property permit transfers (.4).	383.00

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6/09/09	VMP	4.80	Reviewed updated schedules to Master Purchase and Sale Agreement (1.); drafted form of lease amendment to be used for real property leases that will be amended (1.5); reviewed terms of real estate leases where decision as to assumption or rejection has not yet been made (1.8); e-mailed T. Conder re third party real estate consents to be obtained for permits at Tonawanda, NY facility (.5).	1,838.40
6/09/09	MCF	1.80	Revised Convertible Preferred Stock Certificate of Designations (1.3); corresponded with B. Boch and C. Abbott re same (.5).	513.00
6/09/09	PHR	1.00	Conferred with T. Monson, M. Wolf, S. Han, J. DaMour and other members of GM team re status of obtaining consents of joint venture partners.	285.00
6/09/09	KMB	6.50	Worked on subdivision memorandum (6.); e-mailed re same to F. Eichenlaub (.1); conferred with F. Eichenlaub, D. Garcia and N. Berger re assignments to complete (.4).	1,781.00
6/09/09	MEH	.70	Reviewed and commented on board slides to be sent to Creditors Committee (.5); e-mailed re Transition Services Agreement issues/ process for completion (.2).	191.80
6/09/09	AAT	6.50	Revised property transfer law chart (1.5); drafted cover memorandum re relevant property transfer laws (.9); conferred with P. Boye-Williams re property transfer laws (.6); reviewed updated chart of properties to be transferred (1.2); revised permit transfer chart based on new information re properties to be transferred (1.2); conferred with P. Boye-Williams re property to be transferred (.5); created list of questions re properties to be transferred (.6).	1,781.00

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6/09/09	DKA	2.60	Conferred re Transition Services Agreement and schedules with M. Kopp (.2); reviewed pre-closing memorandum (.5); updated D. Freeman's workstream spreadsheet to deliver to Treasury Department and conferred with D. Freeman re same (1.1); corresponded with D. Freeman re Section 363 sale agreement contact cards (.2); conferred with M. Ressler re final exhibits (.3); reviewed and edited list of amendments to Master Purchase and Sale Agreement and corresponded with M. Wolf re same (.3).	712.40
6/09/09	MPS	1.40	Researched disclosure issues (.7); drafted, uploaded and revised memorandum re same (.7).	383.60
6/09/09	PJT	.70	Reviewed status of Chrysler sale stay (.2); conferred with D. Murray re stay of Chrysler sale (.3); reviewed dealer termination issues (.2).	490.00
6/09/09	MZR	2.10	Revised Section 363 PowerPoint slides for Creditors' Committee meeting (.4); telephone conference with J. DaMour re bankruptcy filing of exhibits and schedule (.4); prepared exhibits and schedules and e-mailed same (1.); reviewed and commented on proposed amendments to Master Purchase and Sale Agreement (.3).	804.30
6/09/09	HDM	1.70	Reviewed articles re stay and successor liability issues including pending Travelers decision (1.4); e-mailed D. Murray re same (.1); reviewed S. McNally notes re appeals court hearing (.2).	892.50
6/09/09	EMJ	5.50	Reviewed GM's consent letter comments and e-mailed same to GM (2.5); reviewed SPO Grand Blanc title and created due diligence chart (1.5); reviewed Ypsilanti title and created due diligence checklist (1.5).	1,507.00

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6/09/09	MRK	.80	Compiled list of follow-up questions, open issues and possible action items re applications (.1); reviewed new Section 363 chart to determine if any licensing treatment of properties should change (.4); reviewed exhibits F, T, U and V to Asset Purchase Agreement to determine if any manufacturing or distributing facilities were affected in terms of no longer needing to be licensed because they were transferred to NewCo (.3).	219.20
6/09/09	SRM	1.30	Reviewed background information re recent Section 363 proceedings (.9); reviewed supplemental briefs filed by parties in Chrysler sale case (.4).	356.20
6/09/09	DOG	7.60	Continued review of document CDs (6.4); conferred re local transfer requirements (.5); reviewed deed tracking spreadsheets and deed forms (.5); conferred with N. Berger re assignments (.2).	1,140.00
6/09/09	NHB	7.50	Conferred with and e-mailed online searches re transfer tax issues (1.6); revisions of chart for title company review and assistance (1.4); updated property information and transfer tax spreadsheets and checklists (1.9); met with K. Boike, F. Eichenlaub and D. Garcia re assignments to complete (.6); reviewed document CDs and retrieved active lease files pursuant to attorney requests (.5); continued review and indexing of legal descriptions of properties (.7); reviewed and organized title and active lease files (.8).	1,950.00
6/09/09	LHSX	1.20	Completed citations and bluebooking with website references for county, city and state codes re land division and subdivision.	180.00
6/10/09	DRM	.70	Telephone conference with M. Wolf re transfer of assets of subsidiary (.1); telephone conference with D. Batterson re timetable for filing Transition Services Agreement (.1); reviewed Supreme Court order and memorandum to J. Gromacki re analysis of same (.5).	536.90
6/10/09	ELG	.50	Reviewed property transfer summary (.3); conferred with A. Torrence re same (.2).	290.00
6/10/09	RLG	2.00	Updated status of sale closure issues (1.); reviewed and approved memorandum and chart re property transfer requirements under applicable state laws (1.).	1,350.00

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6/10/09	DIR	6.00	Telephone conference with WCT and Weil Gotshal re NewCo and OldCo financing and followed up re same (2.4); worked on changes to Employee Matters Agreement Lease (.4) and Subdivision Term Sheet (2.); worked on Renaissance Center real estate issues (.6); worked on open real estate matters (.6).	4,050.00
6/10/09	MJR	1.20	Worked on response to due diligence request (.5); telephone conference with M. Holdsworth and conferred with M. Pieroni re due diligence and related matters (.7).	690.00
6/10/09	DSH	5.10	Reviewed documents re properties to be subdivided in connection with implementation of sale transaction (.1); reviewed lease documents for leases to be assigned to New GM (1.); participated in telephone conference re financing (1.); reviewed documents re transfer of properties to New GM and reviewed reports re financing for New GM (3.).	2,550.00
6/10/09	MHM	3.70	Reviewed docket and relevant pleadings for key items for database inclusion re sale process.	962.00
6/10/09	JFC	1.90	Reviewed and e-mailed working group re schedule modifications (.9); conferred with and e-mailed M. Wolf re executory contract assumption issues and Asset Purchase Agreement terms re same (.5); conferred with M. Renaud and M. Harrison re Canadian FOIA issues/letter (.2); worked on workstream assignments and e-mailed M. Wolf re same (.3).	950.00
6/10/09	STL	1.00	Reviewed memoranda and materials re assumed contracts (.9); prepared memorandum re same (.1).	548.00

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6/10/09	EGQ	5.30	Telephone conference with G. Patti re licensing process (.7); telephone conference with G. Velez re licensing issues (.4); office conference with M. DeMarino, M. Kopp, G. Knudsen, T. Schrage and V. Slosman re licensing efforts, materials required and contacting states (1.1); prepared for same (.3); telephone conference with F. Eichenlaub re real estate summaries (.3); reviewed same (.3); reviewed summaries (.8); telephone conference with M. Whitchurch re licensing issues (.2); reviewed and corresponded re real estate summaries (.4); office conference with B. Boch re licensing issues (.4); telephone conference with M. Wolf re licensing issues (.4).	2,464.50
6/10/09	FJE	7.20	Reviewed amendment form and e-mailed V. Pacione re same (.1); e-mailed D. Horvath, V. Pacione and L. Smith re real estate checklist (.2); reviewed amendment terms and lease and e-mailed D. Spencer re Wixom lease (.5); office conference with R. Davis and N. Berger re drafting of deeds (.5); drafted Wixom lease amendment and reviewed and revised same (1.); drafted Bankruptcy Court approval language and sent same to V. Pacione (.5); e-mailed same to D. Horvath and D. Resnick re language (.5); telephone conference with D. Spencer re Wixom lease amendment (.1); revised lease amendment and sent same to D. Spencer (.2); updated checklist and further revised same and sent same to workstream (1.); reviewed revisions to term sheet and revised same and sent same to T. Cassino (.4); office conferences with V. Pacione and D. Resnick re June 30 closing and drafted e-mail to D. Resnick and J. Blanchard re same (1.); reviewed memorandum and additional information re environmental disclosures (1.); drafted e-mail to A. Torrence re same (.2).	2,959.20

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6/10/09	DEB	2.00	Conferred with J. Kimbel re Transition Services Agreement matters and related contact with R. Geitz of Weil Gotshal (.4); conferred with H. Pais and M. Wolf re Bankruptcy Court filing obligations re confidential (sensitive) business information (.4); conferred with B. Boch re status on various governance and securities matters (.1); conferred with L. Pauquette re VEBA and US Treasury notes (.1); prepared for telephone conference and potential obstacles to 6/30 closing and related discussion with B. Boch (.3); prepared revised version of schedules to Transition Services Agreement (.7).	1,150.00
6/10/09	MTW	5.80	Telephone conference with Unsecured Creditors' Committee, preparation and follow-up re same (2.8); telephone conference re schedules and exhibits and followed up re same (.7); conferred with J. Gromacki and others and e-mailed re miscellaneous issues (1.3); reviewed and updated summary of proposed amendments to Master Purchase and Sale Agreement and conferred re same (1.).	3,016.00
6/10/09	BRB	2.50	Reviewed transaction documents and prepared list of open action items (1.); conferred with C. Abbott re various action items (.5); prepared e-mail to Cleary re HSR matters (.2); participated in telephone conference with creditors committee counsel, GM and J&B attorneys (.8).	1,370.00
6/10/09	JPG	3.00	Reviewed materials re NewCo structure (.8); reviewed draft amendment to Master Purchase and Sale Agreement (.5); followed up re same (.4); attended all-hands telephone conference (.5); conferred with M. Wolf re issues (.3); worked on other pre-closing matters (.5).	2,136.00
6/10/09	CXA	1.70	Participated in telephone conference with B. Boch re coordination of governance matters for closing and planned correspondence with Cleary (.5); followed up on distribution of transaction documents to client (.2); participated in telephone conference with Kramer Levin and other Creditor Committee representatives re transaction documents (1.).	765.00

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6/10/09	CEK	7.00	Reviewed draft letter ruling request and commented on same (5.); telephone conference re ruling request (2.).	5,061.00
6/10/09	GMD	1.80	Reviewed summary of certain proposed tax-related amendments to Master Purchase and Sale Agreement and conferred with D. Houlf re same (1.5); conferred with C. Kimball re same (.3).	936.00
6/10/09	VMP	5.00	Drafted proposed amendment to dealership master lease at Sayville, NY (.8); updated real estate post-filing closing checklist in preparation for upcoming telephone conference (1.2); reviewed real estate checklist re which items would take past end of June 2009 to complete (.5); updated schedule of excluded real property (.5); reviewed terms of leases where decision as to assumption or rejection has not yet been made (2.).	1,915.00
6/10/09	MQH	.20	Followed up on disclosure re suppliers over \$250,000.	57.00
6/10/09	KMB	1.40	E-mailed L. Sylvester re subdivision project (.1); telephone conference with L. Sylvester re subdivision project (.2); revised subdivision memorandum (1.); e-mailed F. Eichenlaub re subdivision memorandum (.1).	383.60
6/10/09	MEH	1.10	E-mailed re lists of properties on schedule C to Transition Services Agreement (.2); revised schedules to Transition Services Agreement based on comments from J. Kimbel (.7); e-mailed re master lease schedules (.2).	301.40
6/10/09	AAT	.50	Conferred with L. Grayson re property transfer laws (.2); e-mailed P. McCarroll re applicable property transfer laws (.3).	137.00
6/10/09	DKA	.70	Reviewed revised list of amendments to Master Purchase and Sale Agreement (.1); reviewed e-mail re Sellers' Disclosure Schedule and changes thereto (.6).	191.80
6/10/09	MZR	2.60	Telephone conference with Kramer Levin re transaction (1.); e-mailed re purchased and excluded personal property (.7); reviewed Master Purchase and Sale Agreement and consultations re same (.5); reviewed and commented re workstream allocations (.4).	995.80

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6/10/09	HDM	.80	Reviewed updates on Chrysler matters (.5); conferred with D. Murray and S. McNally re same (.3).	420.00
6/10/09	EMJ	7.90	Reviewed GM e-mail from V. Pacione, A. Albanse (Weil Gotshal), T. Condor GM and Candice Butler GM (.5); met with V. Pacione re certain Ypsilanti title documents (.3); determined missing Ypsilanti documents and requested same from title company (.3); reviewed Memphis, TN title and completed due diligence checklist (2); updated lien checklist re Memphis TN (.5); met with V. Pacione re synthetic lease documents (Memphis) (.3); conferred with A. Albanse (Weil Gotshal) re Memphis and White Marsh synthetic leases, created chart and drafted e-mail for A. Albanse re same (1); reviewed Long Island City title and created due diligence checklist (2.5); updated lien and mortgage checklist for Long Island City, NY (.5).	2,164.60
6/10/09	MRK	2.50	Reviewed licensing applications for any actions to start working on interim, e.g. zoning approvals or inspections (.3); telephone conference with G. Valez re questionnaire and priority of certain answers (1.); reviewed licensing applications for clarifications for GM and created three charts to make general questionnaire issues state specific with respect to vehicle type descriptions, warranty and compensation information, inspections and state licensing requirements (1.2).	685.00
6/10/09	TFS	2.80	Telephone conference with licensing team and G. Velez of GM to clarify outstanding information request for licensing (1.3); created summary charts for license requirements for states Alabama through Idaho (1.5).	767.20
6/10/09	VKS	2.60	Telephone conference with E. Quinlisk, M. Kopp, T. Schrage and client re information needed to complete license applications (1.); compiled simplified chart listing licensing requirements and edited charts listing warranty compensation requirements, vehicle type identification requirements and inspection requirements (1.6).	712.40

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6/10/09	DOG	3.80	Completed review of document CDs (3.5); conferred with N. Berger re assignment and future assignments (.3).	570.00
6/10/09	NHB	5.50	Conferred and e-mailed re transfer tax issues (.8); revisions of chart for title company and internal tracking and information charts and worksheets (.7); updated property information and transfer tax spreadsheets (.3); property worksheets and checklists (.7); reviewed initial drafts of several deeds (.5); followed up with E. Jarmusz, F. Eichenlaub and D. Garcia re assignments to complete (.6); reviewed document CDs and retrieved active lease files pursuant to attorney requests (.5); continued review and indexing of legal descriptions of properties (.3); continued review and organization of title and active lease files (.6); began organization of property closing files (.5).	1,430.00
6/10/09	RADX	1.00	Attended meeting with F. Eichenlaub re quit claim deed project and reviewed materials re same.	150.00
6/11/09	DRM	.80	Memorandum to J. Gromacki re latest developments (.2); telephone conference with E. Lederman re lease rejection in light of Weil Gotshal conflicts (.2); office conference and telephone conference with G. Knudsen re same (.4).	613.60
6/11/09	ELG	1.00	Telephone conference with P. McCarroll re Equity Purchase Agreement identification numbers and transfer orders/notices (.3); reviewed issues associated with waste water plant at Saginaw from F. Eichenlaub (.3); reviewed new issues raised by Cadwalader re permits and subdivision sites (.4).	580.00
6/11/09	RLG	2.80	Reviewed Section 363 sale permit information, as set forth on permit transfer chart (1.5); e-mailed re same pertaining to communications with P. McCarroll re permit transfers (.5); reviewed e-mail re GM's determinations as to Saginaw waste water plant (.8).	1,890.00
6/11/09	DIR	3.50	Conferred re sale transaction properties (1.4); telephone conference re checklist (1.7); updated checklist (.4).	2,362.50

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6/11/09	MJR	1.90	Attended telephone conference re contracts processes (1.2); worked on due diligence requests from Canada (.3); reviewed materials for Section 4.10A disclosure schedule (.2); telephone conference with M. Holdsworth re open matters (.2).	1,092.50
6/11/09	DSH	6.50	Participated in sale transaction support telephone conference (1.5); reviewed schedules and documents re real estate to be transferred and left behind in connection with same (3.2); telephone conference with client re real estate transfers and related items (1.5); office conference with F. Eichenlaub, V. Pacione and E. Jarmusz re actions to be taken to accommodate closing (.3).	3,250.00
6/11/09	MHM	3.10	Reviewed docket for key case pleadings (1.9); worked on preparing electronic copies for import into database (1.2).	806.00
6/11/09	JFC	2.20	Conferred with M. Wolf re workstream development and assignment (.2); participated in Section 363 core team telephone conference (1.5); conferred with D. Batterson re Transition Services Agreement and divestiture issues (.3); telephone conference with working group re same (.2).	1,100.00
6/11/09	STL	.50	Reviewed memoranda and materials re disclosure schedules (.4); office conference with M. Renaud re same (.1).	274.00
6/11/09	EGQ	6.80	Participated in core team telephone conference with GM internal team and co-counsel (1.5); reviewed and corresponded re same (.3); reviewed materials (.5); telephone conference with F. Eichenlaub and WPG representative re VSSM offices and manufacturing facilities (.4); telephone conference with M. Kopp (.2); telephone conference with V. Slosman re licensing issues (.2); reviewed and commented on supplemental charts (1.1); revised summaries and information requests (.8); corresponded re licensing issues (.4); telephone conference with G. Velez re same (.4); reviewed applications (.7); telephone conferences with M. Kopp and V. Slosman re communications with states (.3).	3,162.00

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6/11/09	TM	6.50	Telephone conference with Asia Pacific team (.5); telephone conference with working group re status of closing items (1.5); telephone conference with European team (.7); telephone conference with LAAM team (.8); prepared for conferences (1.); worked on preparation of assignment and assumption agreements for joint ventures (2).	3,575.00
6/11/09	MST	.20	Conferred with M. Wolf re Hughs contracts.	115.00
6/11/09	FJE	9.40	Telephone conference with real estate workstream re checklist (1.5); telephone conference with J&B team re assignments (.5); office conference with N. Berger re property transfers (.2); revised checklist to reflect call (1.); drafted e-mail to environmental workstream re Saginaw facility (.4); coordinated telephone conference with R. Berkovitch and outlined issues for discussion (.1); telephone conference with E. Quinlisk and T. Conder re manufacturing permits (.4); telephone conference with R. Berkovitch re synthetic leases and Oakland Truck Center (.5); drafted subdivision master lease (3.); office conference with N. Berger and project assistants re transaction (.5); drafted e-mail to client re Oakland Truck Center (.1); e-mailed R. Berkovitch re synthetic leases (.2); reviewed and revised master lease, blackline against Employee Matters Agreement Lease and sent same to D. Resnick and D. Horvath to review (1.).	3,863.40
6/11/09	DEB	3.20	Attended sale transaction implementation support team meeting (1.5); prepared Transition Services Agreement (.5); conferred with J. Cox, A. Segovia, J. Kimbel, M. Harrison and counsel to Unsecured Creditors' Committee (1.); conferred with L. Pacquette re US Treasury and VEBA note (.1); conferred with B. Boch on timing of closing (.1).	1,840.00
6/11/09	MTW	2.80	Participated in core team telephone conference with GM internal team and co-counsel (1.); conferred with and e-mailed with J. Gromacki and team re schedules and exhibits filing schedule (1.); conferred with and e-mailed L. Buonomo, S. Han, D. Gerard, J. DaMour, T. Crowle and others re miscellaneous issues (.8).	1,456.00

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6/11/09	BRB	2.50	Attended core team telephone conference with GM internal team and co-counsel (1.5); conferred with J. Feinberg re status of discussions with bank regulators (.4); conferred with C. Abbott re NewCo governance matters (.6).	1,370.00
6/11/09	JPG	3.30	Participated in core team telephone conference with GM internal team and co-counsel (1.); followed up re same (.5); reviewed pre-closing issues with M. Wolf and others on team (.8); reviewed and commented on proposed amendment to Master Purchase and Sale Agreement and followed up re same (1.).	2,349.60
6/11/09	CXA	1.70	Reviewed timeline in preparation for and participated in telephone conference with company working group re sale closure workstreams (1.5); participated in follow-up call with B. Boch re outstanding governance matters for closing (.2).	765.00
6/11/09	AP	1.00	Participated in core team telephone conference with GM internal team and co-counsel.	520.00
6/11/09	GMD	1.80	Conferred re re certain private letter ruling issues (.3); conferred with C. Kimball re letter ruling request (.5); reviewed same (1.).	936.00
6/11/09	PLB	1.50	Telephone conference with P. McCarroll and T. Conway re permit transfer chart (.2); reviewed and responded to e-mail from E. Grayson re transfer of RCRA Generator identification numbers (.4); office conference with A. Torrence re same (.3); reviewed RCRA status of facilities to be subdivided (.2); reviewed e-mail from F. Eichenlaub re status of various facilities (.2); e-mailed R. Graham and E. Grayson re telephone conference with P. McCarroll (.2).	574.50

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6/11/09	VMP	5.80	Telephone conference with GM real estate, Weil Gotshal real estate and bankruptcy, Honigman real estate and J&B real estate team re status of items on real estate post-filing closing checklist (2.); corresponded with T. Conder re amendments to SPO warehouse leases (.5); drafted amendments to SPO warehouse IV leases (2.5); revised amendment to Sayville, NY lease based on conversations with L. Brennan (.8).	2,221.40
6/11/09	PLH	4.00	Participated in core team telephone conference with GM internal team and co-counsel and followed up re same (2.); reviewed current status re treatment of insurance and dealership indemnity issues (2.).	1,752.00
6/11/09	MQH	2.00	Reviewed Hughes IP and Separation Agreement to determine potential integration under bankruptcy code and conferred with bankruptcy counsel re same (1.8); reviewed revisions to benefits schedule of Master Purchase and Sale Agreement (.2).	570.00
6/11/09	PHR	2.30	Conferred with T. Monson, S. Han and members of asset purchase team re status of consent activities (.7); conferred with J. DaMour and other members of GM team, and T. Monson, M. Wolf and other members of J&B team re key areas of Section 363 sale process, including international transfers and contract matters (.6); conferred with T. Monson, S. Han and members of GME team re status of consent activities (1.).	655.50
6/11/09	MMH	.50	Telephone conference with M. Hill re contract assumption issue (.1); reviewed documents and e-mail re same (.4).	191.50
6/11/09	KMB	.80	Reviewed and sent e-mail re closing of deal and transfer taxes.	219.20
6/11/09	MEH	.30	Organized FOIA letters and e-mail request.	82.20
6/11/09	AAT	.50	Conferred with P. Boye-Williams re transferring RCRA ID numbers.	137.00

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6/11/09	DKA	3.40	Conferred with M. Ressler and M. Hill re drafting certificates (.4); reviewed Master Purchase and Sale Agreement and researched and reviewed precedent for certificates and resolutions (.9); began drafts of certificates and resolutions (1.3); reviewed and corresponded with M. Wolf re Purchaser Disclosure Schedule (.3); reviewed e-mail (.5).	931.60
6/11/09	MPS	.50	Researched issues re permit transferability.	137.00
6/11/09	MZR	4.10	Revised exhibit list for bankruptcy filing (.3); conferred with and e-mailed GM re same (1.7); conferred re closing deliveries for Section 363 sale (.2); reviewed Master Purchase and Sale Agreement and drafted amendment to same (1.5); reviewed and revised assignment and assumption agreement (.4).	1,570.30
6/11/09	EMJ	8.20	Reviewed active lease file leases for Long Island NY (1.5); telephone conference with J&B and Weil Gotshal real estate teams re meeting (1.8); met with J&B real estate team re responsibility of issues (.7); e-mailed F. Eichenlaub re open issue from meeting (.3); created list of missing title documents and e-mailed S. Nadolski (.4); drafted and compiled due diligence into issue summary and e-mailed same to F. Eichenlaub (1.5); conferred with V. Pacione and L. Brennan at GM re Sayville vesting deed (.3); reviewed portion of Janesville tilted (Haul Away Center) (1.5); compiled and requested missing documents re same from S. Nadolski (.2).	2,246.80
6/11/09	GSK	1.50	Reviewed state licensing applications for information re warranty information and vehicle types required.	411.00
6/11/09	SRM	1.80	Edited summaries of arguments from sale hearing and appeal (.5); compiled articles re Section 363(f) and tort issues (1.3).	493.20
6/11/09	VKS	1.60	Reviewed and responded to e-mail re updated license requirement charts (.5); edited simplified charts (.8); conferred with M. Kopp re simplified charts and forwarded charts to E. Quinlisk (.3).	438.40

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6/11/09	RMW	13.50	Attended weekly telephone conference for Asia Pacific Region re status of consents for agreements and status update of tasks that need to be completed for closing of Section 363 sale (.5); attended weekly telephone conference for Europe Region re status of consents for agreements and status update of tasks that need to be completed for closing of Section 363 sale (1.); attended weekly telephone conference for LAAM Region re status of consents for agreements and status update of tasks that need to be completed for closing of Section 363 sale (.9); reviewed joint venture agreements to identify breach provisions for failing to obtain required consents and constructed chart to convey this information (11.1).	3,699.00
6/11/09	JXW	3.50	Attended sale transaction Contingency Preparation support team telephone conference (.2); reviewed documents responsive to Canadian production request (.3); prepared ATIA and FOIPPA letters (2); corresponded with M. Hill and M. Pieroni re revisions to schedules to Master Purchase and Sale Agreement (1).	959.00
6/11/09	MXD	2.30	Met with E. Quinlisk re zoning approval processes for manufacturer applications (.4); drafted and edited manufacturer and distributor data charts re warranty commissions and vehicle types (1.9).	630.20
6/11/09	ZLSX	3.00	Met with N. Berger and F. Eichenlaub re status of transaction and assignments to complete and follow-up re same (1.); reviewed property information spreadsheets and determined needed information and items to address (.5); began preliminary drafting of deeds for several properties (1.5).	450.00
6/11/09	DOG	3.10	Met with N. Berger and F. Eichenlaub re status of transaction and assignments to complete and follow-up re same (1.); reviewed property information spreadsheets and determined needed information and items to address (.5); began preliminary drafting of deeds for several properties (.5); revised master legal description and deed preparation checklist (1.1).	465.00

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6/11/09	NHB	5.00	Met with F. Eichenlaub, re status of transaction (.3); met with with D. Garcia and Z. Sorman re assignments to complete and follow-up re same (.7); reviewed property information spreadsheets and determined needed information and items to address (.8); updated property spreadsheets (.7); reviewed and confirmed legal description information and met with attorneys re same (.8); drafted deeds for several properties (1.7).	1,300.00
6/11/09	RADX	2.50	Reviewed instructions for quit claim deeds project (.5); prepared templates to enter information (1); drafted sample of quit claim deed for state of California (.8); telephone conference with N. Berger re quit claim deed project (.2).	375.00
6/12/09	DRM	3.30	Reviewed revised version of lease rejection template supplied by E. Lederman (.7); revised and finalized lease rejection motions re HUB Properties Trust and Teachers Insurance (.9); office conference with G. Knudsen re same (.2); telephone conference with E. Lederman re same (.1); reviewed additional changes to template from E. Lederman and conformed draft motion to same (.7); memorandum to P. Trostle and A. Olejnik re same (.2); office conferences with A. Olejnik and M. Matlock re contract rejection filings (.3); reviewed PowerPoint presentation of J. Alix on contract rejection process overview (.2).	2,531.10
6/12/09	ELG	1.00	Responded to environmental workstream re permit transfers, open issues and voluntary disclosures (.3); reviewed permit transfer summary (.2); reviewed Saginaw landfill issue from F. Eichenlaub (.2); reviewed possible name changes in corporate structure re operating sub vs. holding company/impact on transfers (.2); reviewed permit summary update from P. Boye-Williams (.1).	580.00
6/12/09	RLG	2.00	Reviewed latest revised permit chart (1.); reviewed underlying permit information (1.).	1,350.00
6/12/09	DIR	2.00	Telephone conference with clients re checklist issues (.9); reviewed Section 363 schedule changes (1.1).	1,350.00

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6/12/09	MJR	1.20	Attended telephone conference with counsel for Creditors' Committee and M. Kam re questions on Master Purchase and Sale Agreement (.8); worked on due diligence requests with M. Holdsworth (.3); attended telephone conference re DIP financing (.1).	690.00
6/12/09	DSH	4.20	Participated in DIP financing telephone conference (.5); reviewed lease documents in connection with lease re negotiation process (1.7); reviewed real estate schedules and exhibits for Master Purchase and Sale Agreement (.5); reviewed Master Lease Agreement for subdivision properties (.5); worked on real estate matters re property transfers contemplated by Master Purchase and Sale Agreement (1.).	2,100.00
6/12/09	WLS	.20	Worked on welfare benefit reduction issues.	153.40
6/12/09	JFC	1.00	Participated in Section 363 core team telephone conference (.8); reviewed name change issues (.2).	500.00
6/12/09	STL	.70	Reviewed memoranda and materials re Section 1114 review and due diligence (.5); office conferences with M. Renaud re same (.2).	383.60
6/12/09	EGQ	8.30	Telephone conference with E. Shaffer (.3); office conference with working group re NewCo structure (1.1); office conference with B. Boch re same (.3); telephone conference with working group re DIP facility and related issues (1.2); reviewed draft licensing applications (.6); reviewed correspondence (.8); telephone conference with E. Shaffer re licensing application process (.4); telephone conference with G. Velez re licensing issues (.4); reviewed and commented on summary charts (1.); office conference with V. Slosman re same (.3); office conference with M. Kopp, M. DeMarino and V. Slosman re licensing issues (.6); reviewed updated real estate materials (.3); telephone conference with F. Eichenlaub re same (.2); reviewed information re NGMCO (.4); reviewed correspondence re Louisiana developments (.4).	3,859.50
6/12/09	TM	1.00	Telephone conference re joint venture consents (.7); prepared for telephone conference (.3).	550.00

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6/12/09	FJE	6.30	<p>Office conference with E. Jarmusz re property list (.3); telephone conference with H. Milewski and E. Jarmusz re separation properties and updated checklist to reflect same (1.5); telephone conference with R. Berkovitch re mortgages and e-mailed D. Horvath and R. Berkovitch re same (.2); located mortgages and drafted e-mail to R. Berkovitch re Memphis property (.4); telephone conference with S. Nadolski re transfer taxes, releases and subdivision properties (.5); reviewed property checklists and office conference with N. Berger re same (.5); reviewed property issues and office conference with E. Jarmusz re same (.4); e-mailed working group re deeds and other issues (.2); telephone conference with D. Homic Hoge re property spreadsheet and sent same to environmental and corporate workstreams (.2); updated checklist throughout day (1.); located lease schedule and sent same to J. Kimbel (.1); office conference with N. Berger re deeds and e-mailed S. Nadolski re same (.2); e-mailed V. Pacione re lease issues (.1); e-mailed S. Nadolski and E. Jarmusz re title issues (.1); reviewed Tennessee title and office conference with E. Jarmusz re same and drafted e-mail to title company re same (.6).</p>	2,589.30
6/12/09	DEB	1.10	<p>Conferred re primer on DIP loan facility, including structure, restrictions and requirements (.6); conferred with K. Kopelman, counsel to Unsecured Creditors' Committee (.2); conferred with J. Kimbel re Transition Services Agreement related matters (.3).</p>	632.50
6/12/09	MTW	5.50	<p>Participated in core team telephone conference with GM internal team and co-counsel and followed up re same (1.); telephone conference with A. Larin and others re joint ventures and followed up re same (1.); telephone conference with A. Larin and others re NewCo structure and followed up re same with J. Gromacki (.8); conferred with and e-mailed re potential amendment addressing personal property (1.); revised and distributed summary of Master Purchase and Sale Agreement amendments and telephone conference re same (1.2); telephone conference with J. DaMour, A. Segovia and others re divesture-related questions (.5).</p>	2,860.00

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6/12/09	BRB	1.50	Attended telephone conference re DIP financing (.7); conferred with C. Abbott re same (.3); attended telephone conference with working group re holding company structure (.5).	822.00
6/12/09	JPG	2.80	Reviewed materials re pre-closing matters and commented re same (1.); reviewed proposed amendment to Master Purchase and Sale Agreement and commented re same (1.); reviewed issues with M. Wolf and followed up re same (.8).	1,993.60
6/12/09	CXA	1.30	Participated in telephone conference re DIP loan structure, restrictions and requirements (.6); participated in telephone conference re NewCo structure (.6); participated in follow-up call with B. Boch re outstanding governance matters for closing (.1).	585.00
6/12/09	AP	.80	Participated in telephone conference in primer re DIP loan structure, restrictions and requirements.	416.00
6/12/09	PLB	.80	Reviewed e-mail from E. Grayson re status (.1); reviewed and revised environmental action list (.4); office conference with A. Torrence re status (.1); telephone conference with A. Torrence re status of permit transfer chart (.1); e-mailed R. Graham and E. Grayson re same (.1).	306.40
6/12/09	VMP	5.10	Reviewed and made comments to lease amendment at Willow Run Airport near Ypsilanti powertrain facility (.8); drafted and revised amendment to lease at SPO Philadelphia in Lang Horne, PA (2.5); reviewed updated property list sent by D. Homic Hoge (.5); updated schedule of excluded real property to Master Purchase and Sale Agreement based upon revised property list (.8); reviewed title documents for Oakland Truck Center (.5).	1,953.30
6/12/09	PLH	1.00	Participated in sale transaction telephone conference re debtor in possession financing.	438.00
6/12/09	WJD	.80	Reviewed and revised draft bullet points re novation and related matters (.4); conferred with E. Jackson re same (.4).	481.60

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6/12/09	EXJ	4.50	Researched Anti-Assignment Act (1.3); reviewed DOE regulations re assignment of DOE agreements (.8); prepared memorandum re assignment/novation issues (2.4).	2,218.50
6/12/09	PHR	3.50	Conferred with J. DaMour, S. Han and other members of GM team, T. Monson and M. Wolf of J&B team re status of obtaining joint venture consents and treatment of consents under Master Purchase and Sale Agreement (1.); drafted memorandum re treatment of joint venture agreements and consents for same under Master Purchase and Sale Agreement and sent to T. Monson and M. Wolf for review (2.5).	997.50
6/12/09	KMB	.60	Reviewed and sent e-mail re due diligence (.3); telephone conference with E. Jarmusz re closing issues (.1); e-mailed re transfer tax issues (.2).	164.40
6/12/09	DKA	3.10	Researched and reviewed certificate and resolution precedent (.5); drafted and reviewed representative, incumbency and secretary certificates and resolutions approving Master Purchase and Sale Agreement, Ancillary Agreements and transactions contemplated thereby and corresponded with M. Ressler re same (2.4); corresponded with D. Murray re GM personnel (.2).	849.40
6/12/09	MZR	.80	Telephone conference with J. DaMour re amendment to Master Purchase and Sale Agreement (.6); e-mailed re filing of schedules and exhibits with Bankruptcy Court (.2).	306.40
6/12/09	EMJ	4.30	Reviewed and edited list re deeds and transfer tax (1.); met with F. Eichenlaub re list and subdivision properties and conferred with H. Milewski at GM re same (2.); met with F. Eichenlaub re mortgage in Memphis, TN (.3); e-mailed F. Eichenlaub and title company re title work for Bedford, IN homes (.2); reviewed updated Ypsilanti, MI title (.3); reviewed updated Memphis, TN title (.3); e-mailed D. Hoge at GM re ownership verification of certain Spring Hill parcels (.2).	1,178.20
6/12/09	GSK	.20	Followed up with state regulators re state specific issues re manufacturer licensing.	54.80

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6/12/09	MRK	1.10	Conferred with E. Quinlisk re real estate properties to be licensed and conferred with licensing group (.3); e-mailed F. Eichenlaub re fifth VSSM regional office to be licensed (.1); conferred with V. Slosman re edits to follow-up questions for G. Velez (.1); created list of simplest state applications for E. Quinlisk (.1); conferred with licensing group re drafting document to convey specifics of problematic issues for each state application (.1); conferred with Missouri regulators re officer background check (.2); reviewed e-mail from F. Eichenlaub re new Section 363 chart and VSSM offices (.2).	301.40
6/12/09	SRM	3.70	Reviewed articles re Section 363 and tort claims.	1,013.80
6/12/09	TFS	1.90	Worked on confirmation of states with limited application requirements (.1); conferred with state regulators re outstanding licensing issues and confirmed application statuses (1.8).	520.60
6/12/09	VKS	2.50	Reviewed and incorporated E. Quinlisk's comments into simplified licensing charts.	685.00
6/12/09	RMW	1.00	Attended telephone conference re obtaining consents for joint venture agreements and consequences for failing to obtain such consents prior to closing.	274.00
6/12/09	JXW	.50	Prepared documents and responded to Canadian request for Collective Bargaining Agreements.	137.00
6/12/09	ZLSX	5.00	Began preliminary drafting of deeds for properties.	750.00
6/12/09	DOG	8.70	Continued preliminary drafting of deeds for properties (2.7); revised master legal description and deed preparation checklist (2.5); revised closing checklist and created same for all appropriate properties (3.); revised electronic files of transfer tax forms and searched re same (.5).	1,305.00

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6/12/09	NHB	5.50	Followed up with F. Eichenlaub, D. Garcia and Z. Sorman re status of transaction, assignments to complete and follow-up re same (.3); reviewed property information spreadsheets and determined needed information and items to address (.2); updated property spreadsheets (.8); reviewed and confirmed legal description information (.7); continued preliminary drafting of deeds (1.4); reviewed and revised previous drafted deeds (1.1); developed form of Michigan deed (.3); revised forms of individual property closing document and status checklists (.2); continued file review and organization (.5).	1,430.00
6/12/09	RADX	3.70	Met with N. Berger re draft of sample of quit claim deed (.7); drafted six quit claim deeds for GM properties located in states of California, Georgia and Indiana (3).	555.00
6/13/09	ELG	.50	Reviewed update from P. McCarroll re corporate officer signatures at issue (.2); reviewed permit transfer chart issues raised by P. McCarroll (.2); conferred with P. Boye-Williams and A. Torrence re same (.1).	290.00
6/13/09	DIR	.50	Reviewed Section 363 schedules.	337.50
6/13/09	EGQ	2.50	Telephone conference with working group re NGMCO structure and timing (.8); corresponded re same (.2); reviewed applications and summaries (1.5).	1,162.50
6/13/09	JPG	2.80	Reviewed materials re NewCo structuring issues (.8); telephone conference re same (.5); corresponded with M. Wolf re NewCo structure issues (.5); worked on other pre-closing matters (1.).	1,993.60
6/13/09	AP	.80	Telephone conference with S. Hatchett re version 29 assignment provisions (.3); reviewed same (.5).	416.00
6/13/09	VMP	.80	Revised lease amendment for warehouse in Lang Horne, PA.	306.40
6/13/09	DKA	.40	Reviewed most recent closing checklist and corresponded with H. Pais re same (.2); reviewed real estate lease issues and correspondence from H. Pais (.2).	109.60

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6/13/09	NHB	2.50	Continued to update and circulate property spreadsheets (.5) continued preliminary drafting of deeds (1.1); reviewed and revised previously drafted deeds (.9).	650.00
6/14/09	RLG	1.00	Further reviewed revised permit chart (.8); e-mailed re same (.2).	675.00
6/14/09	DIR	.70	Reviewed Renaissance Center documents.	472.50
6/14/09	DSH	1.00	Worked on real estate matters re properties to be transferred in connection with sale transaction.	500.00
6/14/09	EGQ	2.80	Corresponded with A. Mistry re warrants (.4); reviewed same (.6); reviewed and commented on draft applications (1.8).	1,302.00
6/14/09	DEB	1.00	Conferred with K. Kopelman of Kramer Levin re Transition Services Agreement comments and prepared for same.	575.00
6/14/09	JPG	2.50	Reviewed pre-closing checklist and commented re same (1.); corresponded with M. Wolf re various issues and followed up re same (.5); reviewed holding company issues (.5); worked on other matters re Unsecured Creditors' Committee (.5).	1,780.00
6/14/09	GMD	4.70	Reviewed comments and additional issues and arguments for draft request for tax private letter ruling.	2,444.00
6/14/09	PLB	.30	Reviewed and responded to e-mail from P. McCarroll and E. Grayson.	114.90
6/14/09	GSK	5.60	Completed manufacturer and distributor applications with information currently available for IN, MS and WA (3.3); drafted checklists re same (.7); completed cover letters for state licensing applications (1.6).	1,534.40
6/14/09	MRK	4.80	Completed licensing applications for states importing all information that we currently have re company and directors and officers (3.8); drafted cover letter memoranda for each state specifying what information is missing (1.).	1,315.20
6/14/09	TFS	5.80	Prepared applications for state licensing of manufacturers and distributors (4.2); prepared cover sheets for same (1.6).	1,589.20

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6/14/09	VKS	4.50	Drafted appropriate license application forms and drafted checklists of outstanding items for assigned state.	1,233.00
6/14/09	MXD	4.10	Completed manufacturer and distributor information in applications and drafted cover letters to US Treasury re missing application information.	1,123.40
6/14/09	NHB	3.00	Reviewed drafts of deeds from D. Garcia, Z. Sorman and R. Davis (1.7); continued drafting and revisions of deeds (1.3).	780.00
6/15/09	DRM	.30	Memorandum from P. Harris re actions taken by GM to stay products liability actions (.1); reviewed motions re rejection met by Weil Gotshal (.2).	230.10
6/15/09	ELG	3.00	Participated in telephone conference with P. McCarroll and environmental workstream re matter status, permit transfers and other notifications (1.2); conferred with M. Wolf re corporate structure issues (.3); reviewed response to same (.1); updated P. McCarroll, B. Schmidt and T. Conway re same (.4); reviewed RCRA id issues raised by T. Conway (.3); worked on miscellaneous permit transfers with P. McCarroll (.5); reviewed updates from real estate re updated property lists (.2).	1,740.00
6/15/09	RLG	3.50	Reviewed latest Section 363 sale transaction permit information update (1.); updated re Saginaw waste water plant (.7); reviewed e-mail re corporate structure and related timing issues (.5); followed up re notice preparation (.5); reviewed revised permit transfer chart (.8).	2,362.50
6/15/09	DIR	3.00	Telephone conference with Creditors' Committee real estate counsel re real estate documents (2.1); prepared memo on related issues (.9).	2,025.00
6/15/09	MJR	.10	Drafted e-mail to M. Pieroni re telephone conference re 1114 committee and due diligence request and office conference with W. Scogland re 1114 committee process.	57.50
6/15/09	DSH	3.00	Worked on real estate matters re property to be conveyed or assigned by OldGM to NewGM (2.8); office conference with V. Pacione re matter (.2).	1,500.00

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6/15/09	WLS	.10	Conferred with M. Renaud re 114 matters.	76.70
6/15/09	JFC	1.50	Participated in core team telephone conference with GM internal team and co-counsel (.7); conferred with D. Batterson re Transition Services Agreement issues and meeting with creditors' committee (.3); worked on Transition Services Agreement issues (.5).	750.00
6/15/09	EGQ	11.80	Reviewed and commented on draft license applications (2.6); telephone conference with G. Velez re licensing issues (.5); telephone conference with E. Shaffer re same (.4); reviewed and commented on cover memoranda (3.2); telephone conference with F. Eichenlaub (.2); telephone conference with G. Patti re licensing issues (.5); reviewed correspondence re meeting with US Treasury (.7); telephone conference with W. Miller re licensing process (.5); telephone conferences with M. Whitchurch re various issues (.3); telephone conference with T. Monson and P. Rosenbaum re permitting and licensing activities (.3); office conferences with M. Kopp, V. Slosman, M. DeMarino, T. Schrage and G. Knudsen re licensing applications, related issues and research re statutory penalties (.7); reviewed and commented on information request (.5); corresponded with J. Langston re licensing issues (.4); reviewed and commented on revised applications (.7); office conference with B. Boch re licensing issues (.3).	5,487.00
6/15/09	TM	2.80	Reviewed and revised memorandum re joint venture consents (1.9); conferred with S. Han and M. Wolf re same (.6); conferred with and e-mailed P. Rosenbaum re same (.3).	1,540.00

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6/15/09	FJE	3.20	Sent property spreadsheet to environmental and corporate workstreams (.1); reviewed Wixom lease amendment and e-mailed V. Pacione re lease forms (.2); e-mailed S. Nadolski, J. Voisine and N. Berger re deed forms (.4); revised Wixom amendment, blacklined and sent same to D. Spencer with e-mail outlining issues (.5); e-mailed E. Jarmusz, V. Pacione and H. Milewski re oil and gas leases (.5); e-mailed T. Conder and G. Davis re property valuations (.2); updated checklist (.1); reviewed transfer tax information prepared by K. Boike and title company and drafted e-mail to K. Boike re same (.8); drafted e-mail to N. Berger re transfer taxes (.3); telephone conference with V. Pacione re Willow Run lease (.1).	1,315.20
6/15/09	DEB	5.60	Telephone conference with client, Weil Gotshal team and Kramer Levin, counsel for the Unsecured Creditors' Committee (1.5); prepared for same (.5); analyzed points raised by Kramer Levin and prepared revised Transition Services Agreement (3.5); conferred with M. Sutedja re US Treasury note (.1).	3,220.00
6/15/09	MTW	4.50	Participated in core team telephone conference with GM internal team and co-counsel and followed up re same (1.); telephone conference with S. Han, T. Monson, P. Rosenbaum and others re joint ventures and followed up re same (1.); conferred re Master Purchase and Sale Agreement contract provisions and timing (.7); telephone conference with Cadwalader re holding company reorganization and followed up re same (1.); revised and distributed summary of amendments (.8).	2,340.00
6/15/09	BRB	.50	Conferred with C. Abbott re transaction process issues.	274.00
6/15/09	JPG	5.90	Reviewed materials from D. Edington re pre-closing matters and conferred with internal team re same (1.3); reviewed correspondence re pre-closing matters (2.); reviewed revised draft of amendment (.8); worked on issues raised by M. Wolf and A. Segovia (.8); worked on other matters re Section 363 sale and potential closing (1.).	4,200.80
6/15/09	CEK	5.50	Reviewed and revised ruling request (4.8); conferred with G. Davis re same (.7).	3,976.50

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6/15/09	AP	1.00	Telephone conferences with client re assignment process and assignability of certain agreements (.8); reviewed and responded to e-mail re same (.2).	520.00
6/15/09	GMD	5.70	Continued review of private letter ruling draft (2.5); conferred with C. Kimball re views on key issues and comments with respect to private letter ruling request (.7); reviewed and revised comments to include additional issues discussed with C. Kimball for B. Collins, D&T, drafting private letter ruling (2.5).	2,964.00
6/15/09	PLB	1.70	Prepared for telephone conference re status of permit transfers (.3); participated in telephone conference with client, E. Grayson and A. Torrence re status of various environmental action items (1.); reviewed and responded to e-mail from E. Grayson re Environmental Action List (.1); reviewed e-mail from A. Torrence re proposed permit transfer notice requirements (.2); responded to e-mail from A. Torrence (.1).	651.10
6/15/09	VMP	6.30	Revised draft of lease amendment for Willow Run Airport space (.5); corresponded with E. Neuberger at Wayne County Airport Authority re lease amendment for Willow Run Airport space (.5); reviewed lease for site in Santa Fe Springs, CA and drafted lease amendment per terms received from F. Zehnder (1.5); revised lease amendment for site in Lang Horne, PA (.8); corresponded with R. Berkovich re issues for lease at Willow Run Airport (.5); reviewed title documents for site located at Sayville, NY (1.); revised real estate post-filing closing checklist (.5); drafted for of assignment of Sayville, NY dealer lease (.5); reviewed title documents for Oakland Truck Center (.5).	2,412.90
6/15/09	MQH	1.00	Revised schedules to reflect certain updates (.5); attended telephone conference re consents to reorganization (.5).	285.00

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6/15/09	PHR	1.20	Conferred with T. Monson and E. Quinlisk re meeting with US Treasury re permitting and licensing activities (.5); conferred re bankruptcy related portions of memorandum re treatment of joint venture agreements under Master Purchase and Sale Agreement (.4); edited and revised same to incorporate comments and sent to S. Han (.3).	342.00
6/15/09	KMB	7.00	Reviewed transfer tax statutes for transfer tax exemptions and created chart re same (6.5); e-mailed F. Eichenlaub, N. Berger and E. Jarmusz re transfer taxes (.5).	1,918.00
6/15/09	MEH	4.60	Prepared for and attended telephone conference with client and representatives of Unsecured Creditors' Committee (1.8); reviewed Chrysler Transition Services Agreement (.5); created issues list and summary of proposed changes discussed in call with Unsecured Creditors' Committee and conferred with D. Batterson re summary (1.); e-mailed A. Clifford, counsel to U.S. Treasury (.3); researched concept of willful breach under NY law (.5); revised Transition Services Agreement per comments on call (.5).	1,260.40
6/15/09	AAT	6.00	Participated in telephone conference with P. McCarroll, B. Schmidt, L. Grayson and P. Boye-Williams re status of permit transfers (1.); reviewed RCRA Generator ID transfer requirements (.3); researched permit transfer obligations associated with lease of property (1.3); created permit transfer chart organized by required timing of notice of transfer (3.); e-mailed B. Schmidt re questions re subdivided property (.4).	1,644.00
6/15/09	DKA	1.50	Corresponded with Osler attorneys re closing checklist (.2); edited Representative's and Secretary's Certificates and conferred with M. Ressler re same (.7); reviewed list of proposed amendments to Master Purchase and Sale Agreement and corresponded with M. Wolf re same (.3); reviewed and responded to e-mail (.3).	411.00
6/15/09	PJT	.30	Reviewed e-mail from D. Murray re sale matters in bankruptcy.	210.00

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6/15/09	MZR	1.00	Reviewed and revised certificates and ancillary documents for Section 363 sale (.9); conferred with D. Anna re same (.1).	383.00
6/15/09	HDM	.30	Reviewed GM objections to critical vendor motion and other first day pleadings.	157.50
6/15/09	EMJ	8.50	Reviewed transfer tax statutes (Maryland and New Jersey) and complied notes at K. Boike's request (3.5); reviewed V. Pacione's form re lease amendments for Long Island, NY dealerships and prepared for meeting with R. Davis re same (1.); reviewed and edited deed and transfer tax list and chart (.5); reviewed and e-mailed to legal descriptions for deeds (.5); reviewed due diligence checklists and denitrified and created list of legal description errors and issues (2.8); e-mailed re notice to Equity Purchase Agreement (Flint, MI property) and sent to environmental team (.2).	2,329.00
6/15/09	GSK	7.40	Completed manufacturer and distributor applications with information currently available for WY, WI, UT and VA (4.7); completed cover letter and edits to accompany licensing applications (2.7).	2,027.60
6/15/09	MRK	7.30	Conferred with E. Quinlisk re edits to applications (.9); entered edits into all state applications (2.); continued working on state applications (1.4); drafted information request based on all applications for Cadwalader (.5); calculated fees and drafted summary re amounts and payable parties (1.2); reviewed and responded to e-mail re applications (.8); completed edits to applications and began edits to cover letters (.5).	2,000.20
6/15/09	SRM	8.90	Researched and reviewed legislative history of Section 363 (1.1); reviewed articles re Section 363 and tort claims and summarized main points (5.5); monitored docket re objections (.4); researched case law re S.D. NY Section 363 cases and reviewed same (1.9).	2,438.60
6/15/09	TFS	5.00	Conferred with state regulators and prepared manufacturer and distributor application materials (3.2); prepared information for chart re agency feedback re liability (1.8).	1,370.00

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6/15/09	VKS	11.50	Began compiling application forms and corresponding cover memorandum to all signing of manufacturer and distributor license applications in NC, OK, OH, PA and TX (10.50); edited request for information needed to complete applications to be sent to Cadwalder (1.).	3,151.00
6/15/09	MXD	9.20	Drafted cover letters to state agencies re manufacturer and distributor licenses and e-mailed re same (2.); conferred with state agencies re status update of applications (1.1); compiled and completed state applications (4.5); compiled information re missing applications (.6); edited and revised cover letters and applications to reflect changes in NGMCO contact information (1.) .	2,520.80
6/15/09	DOG	7.20	Continued preliminary drafting of deeds for several properties (2.9); revised master transfer document tracking sheet (1.5); revised closing checklists for all appropriate properties (.8); revised electronic files of transfer tax forms and updated templates for N. Berger review (1.5); conferred with assessor's office in St. Charles County, Missouri re certificate of value form (.2); searched re Indiana Electronic Sales Disclosure form (.3).	1,080.00
6/15/09	NHB	5.00	Followed up with F. Eichenlaub and D. Garcia re status and assignments (.5); continued review and revisions of property information spreadsheets (.7); continued review and confirmation of legal descriptions and title commitments for needed information (1.8); continued preliminary drafting, review and revisions of deeds (1.4); continued file review and organization (.6).	1,300.00
6/15/09	MLW	3.00	Multiple telephone conferences with E. Quinlisk re status of NGMCO, Inc. Delaware formation and required material for manufacturer and distributor state forms (.5); prepared 50 State list of Registered Agent information for forms (1.5); prepared multiple e-mail distributing material for manufacturer and distributor state forms (.5); multiple telephone conferences with CT Corporation re Registered Agent information (.5).	780.00

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6/15/09	RADX	.50	Met with E. Jarmusz and received instructions re Second Amendments to leases in Long Island City, New York.	75.00
6/16/09	DRM	.10	Memorandum from M. Wolf re scheduling of Section 363 sale.	76.70
6/16/09	ELG	6.70	Telephone conference with P. McCarroll, B. Schmidt and P. Boye-Williams re permit transfer issues (.3); reviewed Section 363 sale update from M. Wolf re matter status and timing (.2); reviewed Transition Services Agreement update from M. Harrison (.2); participated in telephone conference with P. McCarroll, B. Schmidt and WFG representatives re new information requested by US Treasury (.7); worked on master permit transfer chart and related research re criminal issues, penalties, citations and notification dates (1.); met with M. Strong to direct research re same (.3); reviewed e-mail updates from P. McCarroll on changing US Treasury requests and responded to same (1.); followed up with P. McCarroll and B. Schmidt re US Treasury requests and chart revisions (.5); conferred with A. Torrence re permit transfer issues on seller vs. purchaser (.4); continued work on master chart per US Treasury and Cadwalader requests re completed statutory authority, enforcement risks and owner operator liability (1.3); met with A. Torrence re additional information needed for revisions to master chart (.3); worked with M. Strong on civil/criminal authorities (.5).	3,886.00
6/16/09	RLG	3.00	Reviewed revised environmental permit tracking sheet and e-mail re same (1.); reviewed memorandum re closing date for Section 363 sale transaction (1.); reviewed permit chart, as organized by notice timing (1.).	2,025.00
6/16/09	BSF	.80	Researched criminal prosecution issues for L. Grayson.	394.40
6/16/09	DIR	5.00	Revised real estate documents re Creditors' Committee comments (1.2); reviewed revised Master Purchase and Sale Agreement and exhibits (1.7); reviewed and revised subdivision master lease (2.1).	3,375.00

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6/16/09	MJR	6.00	Worked on schedule updates (2); prepared for and attended telephone conference with M. Pieroni re closing matters and followed up re same (2.5); reviewed and commented on plan provisions re union assumptions (1.5).	3,450.00
6/16/09	DSH	8.00	Reviewed Master Purchase and Sale Agreement and related documents (2.); reviewed leases and related amendments (1.5); participated in telephone conference re amendments to leases (.3); reviewed Transition Services Agreement (.7); participated in telephone conference with counsel for unsecured creditors (1.5); worked on real estate matters re property transfers (2.).	4,000.00
6/16/09	WLS	.50	Conferred with M. Renaud re adjustments to Asset Purchase Agreement and schedules for revised closing date (.2); worked on PBGC reportable events (.3).	383.50
6/16/09	VEL	.50	Office conference with D. Horvath re 1146 question (.3); office conference with A. Nicoll re research project and followed up with D. Horvath re same (.2).	275.00
6/16/09	JFC	2.40	Participated in Section 363 core team telephone conference with GM internal team and co-counsel and followed up with M. Wolf re same (.9); conferred with D. Batterson re Transition Services Agreement matters and reviewed shedules re same (.6); reviewed multiple e-mail with working group re closing, Asset Purchase Agreement and Disclosure Schedule issues (.9).	1,200.00
6/16/09	STL	8.00	Prepared draft plan assumption agreement (3.1); prepared draft amendment to purchaser agreement (1.1); reviewed memoranda and materials re closing actions (.6); prepared memorandum re same (.3); reviewed memoranda and materials re non-UAW negotiations (.9); reviewed memoranda and materials re disclosure schedules (.5); telephone conference with M. Pieroni, M. Renaud and J. Wenell re same (1.5).	4,384.00

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6/16/09	EGQ	10.30	Reviewed and commented on revised summary and information request (1.1); reviewed and corresponded re licensing issues (.5); reviewed and commented on draft license applications (.5); reviewed and commented on cover memorandums (1.); telephone conference with G. Velez re licensing issues (.4); reviewed and corresponded re meeting with US Treasury (.3); telephone conference with W. Miller re licensing process (.4); telephone conferences with M. Whitchurch re licensing issues (.3); multiple office conferences with M. Kopp, V. Slosman, M. DeMarino, T. Schrage and G. Knudsen re licensing applications, related issues and research re statutory penalties (1.6); corresponded with J. Langston re licensing issues (.5); office conference with B. Boch re licensing issues (.3); reviewed summaries re criminal liability (1.5); office conferences with V. Slosman and M. Kopp re same (.3); reviewed and commented on materials (1.); telephone conference with P. Harris (.2); prepared materials for meeting with US Treasury (.4).	4,789.50
6/16/09	TM	4.20	Telephone conference with S. Han and R. Berkovitch (.5); telephone conference with client and Weil Gotshal re Chinese joint ventures (1.2); reviewed and revised consent forms (2.5).	2,310.00
6/16/09	MST	1.10	Reviewed objections to Section 363 sale.	632.50
6/16/09	FJE	7.30	E-mailed D. Horvath and D. Resnick re Master Purchase and Sale Agreement amendments (.4); drafted e-mail to M. Wolf re closing mechanics (.1); reviewed and revised transfer tax form (.5); office conference with D. Resnick re Employee Matters Agreement lease and subdivision master lease term sheet (.3); revised Employee Matters Agreement lease and term sheet, blacklined and sent same to D. Resnick and D. Horvath to review (.8); office conferences with D. Horvath re use of transfer tax exemptions (.5); telephone conference with D. Horvath and L. Smith re transfer taxes, mortgages and liens (.2); e-mailed E. Jarmusz re property issues and transfer taxes (.3); e-mailed K. Boike re transfer taxes (.2); created and worked on chart re transfer taxes and reviewed transfer tax statutes (4.).	3,000.30

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6/16/09	GRM	.30	Reviewed correspondence re deal amendment (.1); reviewed schedules re same (.2).	123.30
6/16/09	DEB	6.20	Telephone conference with A. Segovia, J. Kimbel and M. Harrison re Transition Services Agreement related matters and preparation therefor (1.); telephone conference with K. Kopelman and M. Harrison re Transition Services Agreement matters and preparation therefor (.5); prepared revised Transition Services Agreement, revised schedules thereto and summary of Transition Services Agreement changes proposed (4.1); conferred with J. Cox re same (.6).	3,565.00
6/16/09	MTW	8.50	Participated in core team telephone conference with GM internal team and co-counsel and followed up re same (1.); telephone conference with J. DaMour, A. Larin and others re holding company structure and process for amendments (1.); conferred with state attorney generals re Master Purchase and Sale Agreement and other issues and followed up re same (2.); conferred with J. Gromacki re open issues (.5); drafted, revised and distributed holding company charts and conferred re same (3.); conferred with G. Davis re Master Purchase and Sale Agreement (1.).	4,420.00
6/16/09	BRB	1.50	Participated in core team telephone conference with GM internal team and co-counsel (.8); conferred with A. Larin re governance matters (.2); commented on outline of proposed organization structure of NewCo (.5).	822.00

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6/16/09	JPG	8.60	Participated in core team telephone conference with GM internal team and co-counsel and followed up re same (.8); met with M. Wolf re open issues and proposed amendment (.6); followed up re same (.5); prepared for and participated in pre-call and telephone conference with certain state attorney generals and followed up re same (1.6); met with D. Batterson re Transition Services Agreement issues (.5); conferred with A. Segovia, L. Buonomo and E. Schaffer re amendment and structure issues and followed up re same (1.); met with P. Harris and D. Murray and others re product litigation matters and approach under Master Purchase and Sale Agreement (.6); worked on NewCo structure charts (1.); followed up re Unsecured Creditors' Committee issues and analyzed same (2.).	6,123.20
6/16/09	CXA	2.30	Reviewed holding company structure chart and provided comments (.3); reviewed Equity Registration Rights Agreement for possible needed changes before closing and drafted e-mail setting forth analysis re same (1.5); followed up with B. Boch re various governance matters and J. Gromacki re registration rights issues (.5).	1,035.00
6/16/09	CEK	.50	Reviewed changes to ruling request.	361.50
6/16/09	AP	2.80	Participated in implementation support team meeting (1.); reviewed materials distributed by client re same (.5); further conferred with S. Hatchett re assignment of GSC (.5); reviewed relevant provisions of same (.5); conferred with J. Osterman at Weil Gotshal re same (.3).	1,456.00
6/16/09	GMD	3.90	Conferred re proposed Master Purchase and Sale Agreement amendment (.4); reviewed questions and arguments made by representatives of states re assumed and excluded taxes (.5); conferred with D. Houlf, M. Wolf and others re same (2.); conferred with M. Wolf re possible amendments to Master Purchase and Sale Agreement and negotiation of same with counterparty lawyers (1.).	2,028.00
6/16/09	PLB	.40	Reviewed e-mail from E. Grayson and A. Torrence re status of environmental action items (.3); reviewed and responded to e-mail re same (.1).	153.20

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6/16/09	VMP	7.40	Reviewed landlord's comments to SPO Philadelphia lease amendment and met with D. Horvath re same (1.2); reviewed lease and amendments for site at North Hollywood, CA (1.8); drafted lease amendment for site at North Hollywood, CA based on terms received from F. Zehnder (1.8); telephone conference with Weil Gotshal bankruptcy, G. Ing and D. Horvath re site leased at Willow Run Airport (.3); revised lease amendment for site at Will Run Airport (.5); reviewed Four Options Agreement for Beaubien Parking Deck (.5); reviewed lease at site in Palo Alto, CA in preparation for lease amendment (1.3).	2,834.20
6/16/09	ASN	.80	Researched 1146 issues.	271.20
6/16/09	MQH	6.30	Revised schedules to reflect updates and certain amendments (5.5); reviewed materials re structuring. (.8).	1,795.50
6/16/09	KMB	.80	Telephone conference with N. Berger re transfer taxes (.4); calculated transfer tax amount in Michigan (.2); e-mailed F. Eichenlaub re same (.2).	219.20
6/16/09	MEH	5.50	Conferred with client re Transition Services Agreement (1.); revised Transition Services Agreement based on comments from counsel to Unsecured Creditors' Committee and prepared summary of proposed amendment (1.6); met with D. Batterson re revisions to Transition Services Agreement and revised Transition Services Agreement per same (.4); conferred with counsel to Unsecured Creditors' Committee (.5); revised Transition Services Agreement and schedules based on call and revised summary of proposed amendment (1.); reviewed additional comments from counsel to Unsecured Creditors' Committee and drafted inserts to Transition Services Agreement draft (1.).	1,507.00
6/16/09	AAT	3.00	Conferred with L. Grayson re additional information needed in permit transfer chart (.4); conferred with B. Schmidt re columns to add to permit transfer chart (.2); reviewed and added information re regulatory authority and responsible party to permit transfer chart (2.4).	822.00

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6/16/09	DKA	2.00	Corresponded with T. Ling re closing checklist (.2); conferred with J. Shuman re resolutions and certificates (.2); reviewed Purchaser Organizational Charts PowerPoint presentation and checked Delaware Act references for same and corresponded with M. Wolf re same (.7); reviewed and responded to e-mail re Purchaser Organizational Charts PowerPoint presentation, pre-Closing matters, amendment to Master Purchase and Sale Agreement, final exhibits, benefit issues, updates to schedules and Transition Services Agreement (.9).	548.00
6/16/09	MPS	3.80	Researched permit transfer issues under Clean Air Act, Clean Water Act and Resource Conservation and Recovery Act (2.6); drafted chart (1.); met with L. Grayson re same (.2).	1,041.20
6/16/09	MZR	3.00	Drafted amendment to Master Purchase and Sale Agreement (2.); reviewed organizational structure documentation (.2); drafted summary of asset/liability deadlines (.8).	1,149.00
6/16/09	DWH	3.20	E-mailed M. Hill and S. Buffo re changes to schedules (.5); conferred with and e-mailed S. Buffo and followed up with J. Wenell re same (.7); reviewed e-mail re changes to schedules (.3); reviewed Schedule 2.2 re excluded entities (.2); reviewed excluded and purchased entity lists (1.5).	876.80
6/16/09	EMJ	5.50	Reviewed environmental notice provision (Flint) and drafted e-mail to environmental department re same (.5); e-mailed title company and GM re Bedford residential parcels (.1); reviewed title and e-mailed GM and title company re legal descriptions issues (.9); e-mailed GM re Sayville ownership (.2); e-mailed H. Milewski and S. Nadolski re lot splits and legal description issues at Saginaw site (.3); met with project assistant re legal description questions at Tonawanda, NY site (.5); reviewed Janesville, WI plant title commitment and met with F. Eichenlaub re questions re same (2.5); updated Unsecured Creditors' Committee, mortgage and lien lists re Janesville (.5).	1,507.00

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6/16/09	MRK	5.10	Collected state statutes to review liability issues re operating without license (.2); researched statutes for penalties and fines re operating without license (2.3); conferred with states re liability issues and made liability entries into CT chart (2.2); inserted further criminal liability information into GM version of chart (.4).	1,397.40
6/16/09	ACO	2.10	Met with M. Harrison re meaning of willful breach in New York (.2); researched meaning of willful breach in New York (1.3); drafted summary of research results re meaning of "willful" breach in New York (.5); e-mailed summary and article titled "What Is a Willful Breach of Contract?" to D. Batterson and M. Harrison (.1).	575.40
6/16/09	VKS	8.50	Conferred with R. Davis re translating Puerto Rico's distributor application (.3); edited application re same (1.); edited additional applications for licenses (1.); arranged for translation of application for distributor license in Puerto Rico and drafted application (2.5); researched liability for operating without license and drafted charts to reflect research (3.7).	2,329.00
6/16/09	RMW	2.80	Attended telephone conference with S. Han, T. Monson and Weil Gotshal re consent of Shanghai GM joint venture (.6); located and reviewed certain joint venture transfer provisions (1.); attended telephone conference with S. Han, K. Wong, T. Monson and Weil Gotshal re status update on Shanghai GM joint venture from K. Wong (1.2).	767.20
6/16/09	JXW	8.10	Telephone conference with M. Pieroni, M. Renaud and T. Ling re updates to Master Purchase and Sale Agreement and benefits schedules (.5); reviewed and updated benefits schedules 6.17(e), 4.10(h), and 4.10(a) (3.); corresponded with M. Hill, M. Pieroni, M. Renaud and others re same (1.); reviewed draft amendments to benefits Master Purchase and Sale Agreement language (.8); reviewed and prepared documents responsive to Industry Canada production request (2.); corresponded with E. Wood and M. Pieroni re same (.6); assisted with verification of accuracy of UAW related exhibits to Master Purchase and Sale Agreement (.2).	2,219.40

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6/16/09	MXD	9.30	Edited and revised manufacturer and distributor license cover letters and applications to reflect new information and execution dates (2.3); researched criminal and civil liability for officer and directors re NGMCO operating without manufacturer/distributor licenses (2.9); drafted state-by-state summary and chart of same (1.9); conferred with state agencies re same (1.2); met with E. Quinlisk re same (.5); conferred with state agency re same (.5).	2,548.20
6/16/09	DOG	9.40	Assembled transfer tax statutes and ordinances for F. Eichenlaub (.8); conferred with local government offices re same (1.); revised master document tracking sheet and transfer tax exemption sheet (2.); continued preliminary drafting of deeds (.4); reviewed title commitments of individual properties for tax parcel numbers (3.5); revised individual property checklists re same (1.7).	1,410.00
6/16/09	NHB	7.50	Created and updated additional transfer tax information spreadsheet and property tracking sheet (1.4); reviewed and revised same (.6); followed up re real estate transfer tax issues and conferred with K. Boike re same (1.7); continued review and confirmation of legal descriptions and title commitments for needed information (1.3); continued preliminary drafting and reviewed and revised deeds (1.2); continued file review and organization (.8); followed up with F. Eichenlaub and D. Garcia re status and continuing assignments (.5).	1,950.00
6/16/09	RADX	7.00	Translated Puerto Rico Dealer License Application from Spanish (3.); assisted V. Slosman in completing Dealer License Application and annexes (2.5); assisted V. Slosman in preparing cover letter for Dealer License Application (1.); began drafting second amendments to leases for Long Island, NY (.5).	1,050.00
6/16/09	CFKX	1.00	Researched lease-to-sell theory under Piccadilly.	150.00

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6/17/09	DRM	1.70	Memoranda to and from E. Lederman re additional contract negotiations (.3); memorandum to and from G. Knudsen re same and telephone conference with G. Knudsen re rejection of executory contracts (.7); memoranda to S. Fabrizio and D. Panos re same and followed up re same (.5); memorandum from M. Wolf re follow up calls (.1); memoranda from D. Anna re later drafts (.1).	1,303.90
6/17/09	ELG	2.50	Reviewed issues with master chart from P. McCarroll (.3); worked with A. Torrence on CAA interpretation of written agreement required for ROPs (.3); reviewed chart issues raised by P. McCarroll re other US Treasury/Cadwalader requests (.3); responded to D. Horvath re property notifications and recordation issues (.3); conferred with M. Harrison re Transition Services Agreement issues (.2); responded to information needed by T. Conway re Milford site (.2); conferred with T. Goslin re new documents needed (.2); worked on permit transfer issues with B. Schmidt and P. McCarroll re information needed and timing concerns (.7).	1,450.00
6/17/09	RLG	2.80	Reviewed Master Purchase and Sale Agreement amendment and revised sellers' disclosure schedule to Cadwalader and US Treasury (.8); reviewed memorandum re using LeaseCo as tenant (.5); reviewed e-mail re WFG to develop property transfer notices (.5); further reviewed revised environmental permit tracking chart (1.).	1,890.00
6/17/09	BSF	5.50	Researched permit transfer issues re statutory liability.	2,711.50
6/17/09	DIR	8.00	Participated in sale transaction preparatory telephone conference (1.1); participated in GM real estate team meeting re closing and necessary actions (2.); participated in checklist telephone conference with Weil Gotshal and Cadwalader (1.9); reviewed and drafted various real estate documents re leases and amendments to same (3.).	5,400.00
6/17/09	MJR	3.50	Reviewed Creditors' Committee questions and issues (2.); reviewed benefits closing matters (1.5).	2,012.50

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6/17/09	DSH	7.50	Telephone conferences with client re real estate issues re sale transaction and followed up re same (3.); office conferences with J&B real estate team re closing of transaction and actions to be taken re closing (2.); reviewed Master Purchase and Sale Agreement, schedules to same and documents re real estate to be transferred at closing or to be occupied by NewCo post-closing (1.5); reviewed leases and amendments to leases (1.).	3,750.00
6/17/09	WLS	2.10	Attended GM core team call with GM internal team and co-counsel (1.2); worked on responses to Kramer inquiry (.6); reviewed and commented on draft amendment to Asset Purchase Agreement (.3).	1,610.70
6/17/09	JFC	1.00	Reviewed and responded to multiple e-mail re Disclosure Schedules and Asset Purchase Agreement amendments (.9); conferred with M. Renaud re benefits issue (.1).	500.00
6/17/09	STL	9.50	Telephone conference with A. Murray and M. Holdsworth re Master Purchase and Sale Agreement and disclosure schedules (.5); reviewed memoranda and materials re same (.5); reviewed memoranda and materials re Unsecured Creditors' Committee issues, Master Purchase and Sale Agreement amendments and disclosure schedules (3.8); prepared memorandum and materials re same (1.5); prepared revisions to plan assumption agreement (.5); reviewed materials re individual agreements (1.); prepared memorandum re same (.2); telephone conferences with M. Pieroni, W. Scogland, M. Renaud, M. Ressler, M. Hill and J. Wenell re same (1.5).	5,206.00

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6/17/09	EGQ	9.50	Telephone conference with working group for weekly status call (1.1); corresponded with P. Harris (.4); reviewed and exchanged correspondence re Kramer Levin from J. Gromacki (.7); telephone conference with B. Boch re call with counsel for unsecured creditors (.3); office conference with G. Velez re licensing and dealership issues (1.); office conference with E. Shaffer and G. Velez re licensing and liability issues (.4); reviewed and commented on summary charts (1.6); corresponded with M. DeMarino re same (.3); corresponded with M. Millikin (.5); reviewed and corresponded re Unsecured Creditors' Committee (.4); reviewed amendment to Master Purchase and Sale Agreement (.3); office conference with J. DaMour, E. Shaffer, L. Buonomo, G. Velez, D. Markowitz, S. Malik and J. Langston re status (.8); reviewed applications (1.7).	4,417.50
6/17/09	TM	2.00	Reviewed joint venture agreements for Andiamo and Coach (.6); prepared e-mail summary of same (.4); responded to question re Pentastar contracts (.3); reviewed metal casings documentation (.4); reviewed e-mail re Suzuki (.3).	1,100.00
6/17/09	MST	4.00	Conferred with M. Wolf re lease issues (.4); conferred with M. Harrison re need for Transition Services Agreement provision re lease issues (.6); e-mailed D. Batterson re same (.3); reviewed amendment to Master Purchase and Sale Agreement (.8); drafted comments to amendment (.8); reviewed objections to sale motion (1.1).	2,300.00

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6/17/09	FJE	7.50	Updated closing checklist throughout day and e-mailed D. Horvath, D. Resnick, E. Jarmusz, GM real estate and title company re same (3.); e-mailed title company and D. Horvath re lien searches (.4); e-mailed D. Homic Hoge and E. Jarmusz re property issues (.3); e-mailed corporate and environmental workstreams re Shreveport (.1); office conferences with and e-mailed N. Berger re closing documents, transfer checklists and forms (.5); e-mailed M. Wolf re exhibits (.1); sent blacklines of exhibits to GM, Weil Gotshal, AlixPartners and Cadwalader with description of issues (.3); office conference with D. Horvath re bankruptcy issues (.2); telephone conference with real estate workstream re closing issues (1.4); e-mailed corporate department re closing questions (.1); e-mailed T. Cassino and S. Nadolski re master lease and closing items (.4); drafted e-mail to bankruptcy counsel re 500/600 lease, synthetic leases and revised same per D. Resnick's comments (.5); e-mailed T. Conder re synthetic lease (.2).	3,082.50
6/17/09	DEB	2.80	Attended core team telephone conference with GM internal team and co-counsel (1.5); prepared revised Transition Services Agreement and schedules thereto (1.3).	1,610.00
6/17/09	MTW	11.30	Participated in core team telephone conference with GM internal team and co-counsel and followed up re same (1.8); telephone conference with J. DaMour, L. Buonomo and others re permitting and licensing and followed up re same (3.5); telephone conference re holding company and followed up re same (1.4); coordinated responses to unsecured creditor committee requests (1.1); reviewed and revised amendment and e-mailed re same (2.); telephone conference with A. Segovia and others re schedule updates (.6); conferred with and e-mailed J. Gromacki re open issues (.9).	5,876.00
6/17/09	BRB	1.70	Attended core team telephone conference with GM internal team and co-counsel (1.1) conferred with C. Abbott re governance matters (.1); conferred with G. Patti re same (.1); conferred with E. Quinlisk re call re unsecured creditors (.4).	931.60

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6/17/09	JPG	10.70	Participated in core team telephone conference with GM internal team and co-counsel (1.); reviewed issue re fairness opinion and conferred with Evercore, Cravath and GM re follow-up (1.); participated in permits meeting with US Treasury (3.); followed up with analysis re LLC name and related correspondence with S. Bigler and R. Osborne (.8); worked on draft amendment to Master Purchase and Sale Agreement (1.); reviewed issues with M. Wolf and Weil Gotshal (1.1); reviewed correspondence re various amendment items (1.8); conferred with Kramer Levin re dealer issues (1.).	7,618.40
6/17/09	CXA	2.10	Participated in core team telephone conference with GM internal team and co-counsel (1.5); conferred with B. Boch and J. Gromacki re issues on Equity Registration Rights Agreement (.4); followed up with S. Karotkin re various issues (.2).	945.00
6/17/09	CEK	3.30	Attended telephone conference re ruling request (1.); reviewed comments and revised ruling request (2.); reviewed questions and changes re tax liabilities assumed by NewGM (.3).	2,385.90
6/17/09	AP	3.00	Reviewed Master Purchase and Sale Agreement amendment and revised disclosure schedules (.5); revised Transition Services Agreement and provided comments re same (.3); conferred with S. Hatchett re assignment of GSC (.5); analyzed same (1.2); telephone conference with Weil Gotshal and S. Hatchett re same (.5).	1,560.00
6/17/09	GMD	3.00	Reviewed revised private letter ruling request (1.5); reviewed proposed amendment to Master Purchase and Sale Agreement and conferred with D. Houlf re same (1.5).	1,560.00
6/17/09	PLB	.20	Reviewed status of environmental matters.	76.60

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6/17/09	VMP	8.80	Met with J&B real estate team re closing logistics and closing checklist (1.); drafted and revised lease amendment for site at North Hollywood, CA (1.5); reviewed lease for site at Palo Alto, CA and drafted lease amendment for site (1.3); telephone conference with J&B real estate, GM real estate, Weil Gotshal bankruptcy and real estate re closing checklist and open issues (2.); reviewed and commented on amendment to Master Purchase and Sale Agreement (1.2); reviewed and commented on update to disclosure schedules to Master Purchase and Sale Agreement (1.8).	3,370.40
6/17/09	MCF	.50	Corresponded with deal team re Master Purchase and Sale Agreement amendment and disclosure.	142.50
6/17/09	MQH	7.00	Followed up re Pentstar closing and other transactions for which consent is being sought related to domestic entity transfers, including having telephone conferences with D. Higginbotham and other internal associates (1.8); revised schedules to reflect updates (5.2).	1,995.00
6/17/09	PHR	4.20	Met with T. Monson re status of consent activities (.3); reviewed multiple e-mail from S. Han re consent related questions (.2); reviewed Metal Castings assignment and assumption agreement (.7); reviewed joint venture summary chart and waiver agreements for Isuzu joint ventures in South Africa and East Africa (1.2); met with T. Monson to review analysis of waiver agreements, including potential for waiver not to cover certain termination rights (.5); performed detailed review of joint venture agreements for South Africa and East Africa joint ventures and drafted and sent e-mail to T. Monson re analysis and next steps (1.3).	1,197.00
6/17/09	KMB	.50	Reviewed and sent e-mail re closing checklist (.2); created market values spreadsheet (.2); e-mailed F. Eichenlaub re market values spreadsheet (.1).	137.00

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6/17/09	MEH	3.20	Revised Transition Services Agreement based on comments from D. Batterson (.5); conferred with D. Horvath re real estate comments to Transition Services Agreement summarized in e-mail (.5); prepared and distributed to client proposed amendment to Transition Services Agreement (.3); conferred with J. Kimbel (.2); organized confidentiality letters for benefits materials (.2); reviewed additional suggested changes to Transition Services Agreement from counsel to Unsecured Creditors' Committee (.5); drafted proposed revisions to Transition Services Agreement based on comments (.5); conferred with M. Terrien re new Transition Services Agreement service re equipment leases (.5).	876.80
6/17/09	AAT	5.20	Sent research chart to client per B. Schmidt's request (.3); researched permit transfer requirement of submitting a written agreement (1.2); consulted with B. Forcade re air permit transfer requirements (0.3); e-mailed summary re requirement for written agreement (.6); revised permit transfer charts per B. Schmidt (2.); reviewed permit transfer forms looking for information and documentation requirements (.8).	1,424.80
6/17/09	DKA	8.40	Drafted FIRPTA certificates for each seller (.8); corresponded with T. Knapp and P. Jock re execution version of Master Purchase and Sale Agreement (.2); reviewed and edited First Amendment to Master Purchase and Sale Agreement and conferred with M. Ressler re same (1.9); reviewed revised exhibits (.8); reviewed revised sellers' disclosure schedule and conferred with M. Terrien re same (.9); reviewed and incorporated tax changes to First Amendment from G. Davis (.6); corresponded with T. Ling and M. Renaud re First Amendment changes (.8); corresponded with F. Eichenlaub and J&B real estate personnel re real estate related closing issues (.6); circulated and corresponded with GM, Weil Gotshal and J&B personnel re First Amendment to Master Purchase and Sale Agreement and sellers' disclosure schedule (.9); reviewed and responded to e-mail re amendment to Master Purchase and Sale Agreement, obtaining consents, benefit issues, real estate issues and Transition Services Agreement (.9).	2,301.60

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6/17/09	MPS	.10	Researched and conferred with B. Forcade re permit transfer issues re statutory liability.	27.40
6/17/09	MZR	10.00	Revised closing checklist (.5); drafted amendment to Master Purchase and Sale Agreement (9.2); conferred with D. Anna re same (.3).	3,830.00
6/17/09	HDM	1.00	Conferred with S. McNally re status of Section 363(f) issues, sale schedule and objection deadlines.	525.00
6/17/09	DWH	.30	Followed up on open issues re disposition of subsidiaries.	82.20
6/17/09	EMJ	8.20	Reviewed Janesville issue re haul away center legal description and e-mailed GM re same (.8); reviewed e-mail from GM re Bedford and Milford residential parcels (.2); created list and e-mail to H. Milewski at GM re parcel splits and accurate legal description at 13 sites (.8); e-mailed T. Condor, V. Pacione and D. Horvath re Tonawanda consents (.3); created list of properties for lease list assignment (.8); met with D. Garcia re Janesville legal description (.2); attended GM real estate workstream meeting re closing date (1); reviewed and revised deed tracking chart (.7); met with D. Garcia re missing tax id numbers (.5); reviewed missing underlying documents for Janesville title and updated due diligence checklist (1); reviewed documents to identify owner of Fairfax Kansas and e-mailed title company re same (.4); revised due diligence checklists to identify document numbers to be reviewed re lease list (.7); met with Z. Sorman re lease list assignment and conferred re questions re same (.2); reviewed R. Davis' lease amendments re Long Island (.6).	2,246.80
6/17/09	SRM	3.50	Researched case law in Second Circuit re Section 363(f) sales (1.4); reviewed objections filed re Section 363 sale and conferred with H. McCarn re same (2.1).	959.00
6/17/09	VKS	3.40	Conferred with state regulatory authorities in Puerto Rico re distributor license (.3); edited and forwarded information request re license applications (.3); began preparing representative applications (2.8).	931.60

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6/17/09	RMW	.60	Reviewed e-mail from A. Jackson and S. Han re consents from Suzuki (.3); attended telephone conference with P. Rosenbaum, T. Monson and S. Han re status of consents for Suzuki and Isuzu (.3).	164.40
6/17/09	JXW	9.20	Reviewed updates for Schedule 6.17(e) (2.2); reviewed documents received during diligence for mention of 420 transfer of pension assets (.2); prepared ATIA documentation for information requested by Industry Canada (2.); reviewed documents to be provided to Industry Canada to ensure responsive to request (.5); prepared FOIA documentation for individual agreements requested by M. Holdsworth (1.1); reviewed language for inclusion in Schedule 4.6 (.6); reviewed draft of assumption agreement for employees (1.2); corresponded with A. Murray re Industry Canada document request (.8); prepared FOIA documentation for benefits reduction information (.6).	2,520.80
6/17/09	IF	1.60	Participated in telephone conference with C. Chance, T. Knapp and M. Wolff re FSA approval (.5); participated in telephone conference with K&L Gates and T. Knapp re OCC approval (.2); reviewed regulator forms (.9).	438.40
6/17/09	MXD	7.90	Conferred with state agencies re criminal and civil liability for officers and directors re NGMCO operating without manufacturer/distributor licenses and edited state-by-state summary and chart of same (2.2); revised summary of requested information needed from US Treasury (.7); conferred with state agencies re status update (.8); e-mailed re same (.5); compiled manufacturer representative license applications (2.1); conferred with states re same (1.); drafted and edited chart re same (.6).	2,164.60
6/17/09	CTB	2.00	Reviewed legal descriptions re GM bankruptcy.	290.00
6/17/09	ZLSX	7.50	Met with E. Jarmusz and N. Berger re assignments to complete (.4); created and updated due diligence summary chart for selected properties and information (5.); worked on preliminary drafts of Michigan transfer tax forms (2.1).	1,125.00

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6/17/09	DOG	9.50	Continued preliminary drafting of deeds (.7); revised master document tracking sheet and transfer tax exemption sheet (1.8); circulated selected legal description documents to E. Jarmusz (.4); attended real estate workstream status and assignment meeting and followed up re same (1.5); reviewed title commitments of individual properties for tax parcel numbers (2.2); revised individual property checklists re same (.9); drafted transfer tax declaration forms (2.).	1,425.00
6/17/09	NHB	6.50	Further updated, reviewed and revised transfer tax spreadsheet and property tracking sheet (.9); conferred with and e-mailed real estate team re transfer tax issues (.8); reviewed and confirmed legal descriptions and title commitments for needed information (2.2); drafted, reviewed and revised deeds (1.); attended real estate workstream meeting re status of transaction, checklist review and continuing assignments and followed up re same (1.6).	1,690.00
6/17/09	RADX	2.00	Drafted second amendment to lease for property located in 43 -20 Northern Boulevard, Long Island City, NY (1.3); drafted second amendment to lease for property located in 43-60 Northern Boulevard, Long Island City, NY (.7).	300.00
6/17/09	CFKX	7.60	Researched 1146 stamp tax exemptions (3.); summarized findings re 1146 exemptions per A. Nicoll (1.5); conferred with A. Nicoll re sub rosa issues (.3). researched sub rosa issues re real estate transfer (2.8).	1,140.00
6/18/09	DRM	2.20	Memoranda to and from E. Quinlisk re licensing issues (.3); telephone conference with E. Lederman re contract retention issues and followed up with G. Knudsen re same (.5); reviewed Travelers' opinion of Supreme Court and memorandum to J. Gromacki re implications of same for GM Section 363 sale (1.); memorandum from Cadwalader re DIP term sheet (.2); memorandum from Weil Gotshal re document update and from J. Gromacki re court filings (.2).	1,687.40

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6/18/09	ELG	5.00	Reviewed first amendment to Master Purchase and Sale Agreement (.5); revised Transition Services Agreement, disclosure schedules, MLA and changes summary re environmental issues/modifications (1.); conferred with R. Graham re matter status and outstanding tasks (.2); responded to chart issues from P. McCarroll re permit transfer issues (.2); participated in telephone conference with P. McCarroll, B. Schmidt, L. Fitzpatrick and T. Conway re real estate and environmental issues (.7); reviewed update on LeaseCo vs. NewCo issues re MLA (.2); telephone conference with A. Torrence re outstanding issues to be addressed (.2); reviewed data request from T. Conway (.1); telephone conference with B. Forcade re enforcement risks at issue with permit transfers (.4); reviewed updates/information requests from P. McCarroll re same and enforcement risks (.3); reviewed criminal and civil liabilities and case law summary from B. Forcade (.4); updated P. McCarroll re same (.2); telephone conference with P. McCarroll re management concerns over permit and license transfers in all business areas (.5); responded to information requests re new environmental information on title (.1).	2,900.00
6/18/09	RLG	4.00	Participated in telephone conference update re status (.8); further reviewed latest Master Purchase and Sale Agreement amendment and revised disclosure schedules (1.2); reviewed e-mail re same, including update re work of WFG and permits (1.); telephone conference with M. Wolf and D. Resnick re master lease agreement issues and environmental liabilities (1.).	2,700.00
6/18/09	BSF	5.50	Researched permit transfer issues (4.5); drafted memorandum to L. Grayson re same (.5); conferred with P. Boye-Williams re same (.2); conferred with L. Grayson re same (.3).	2,711.50
6/18/09	DIR	7.00	Telephone conference with clients and Cadwalader attorneys re various real estate open issues (2.7); revised master leases documents (2.3); telephone conference with clients to resolve open issues (2.).	4,725.00

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6/18/09	ARV	.50	Reviewed material re telephone conference (.3); reviewed back up re same (.2).	406.50
6/18/09	MJR	5.70	Edited on benefits schedules and analyzed related matters (2.7); reviewed revisions to Master Purchase and Sale Agreement and conferred with S. Ling and W. Scogland re same (3).	3,277.50
6/18/09	DSH	9.30	Reviewed real estate transfer documents and related materials (5.5); telephone conference with T. Conder re SPO Jacksonville and SPO Boston (.3); reviewed lease documents and related assignment documents (2.); reviewed amendment to Master Purchase and Sale Agreement and revised Transition Services Agreement (1.5).	4,650.00
6/18/09	WLS	.40	Conferred with M. Renaud and T. Ling re Asset Purchase Agreement revisions (.3); reviewed response to Kramer inquiry re employment and benefit issues (.1).	306.80
6/18/09	JFC	1.50	E-mailed J. Kimbel and Cadwalader and J&B teams re divestiture issues and status (.7); worked on Transition Services Agreement issues re lease restructurings (.3); reviewed and e-mailed working group re Asset Purchase Agreement and Disclosure Schedule modifications and related issues (.5).	750.00
6/18/09	STL	4.60	Reviewed memoranda and materials re Master Purchase and Sale Agreement amendment and changes to disclosure schedules (2.1); reviewed memoranda and materials re workstream responses to Unsecured Creditors' Committee questions (.7); reviewed memoranda and materials re individual agreements (.3); prepared memoranda re same (.2); prepared revised plan assumption agreement (.7); office conferences with W. Scogland and M. Renaud re same (.5); telephone conference with M. Pieroni re same (.1).	2,520.80

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6/18/09	EGQ	11.10	Office conference with J. Gromacki re licensing issues (.2); reviewed and corresponded re Kramer Levin and dealer calls (.4); corresponded with G. Velez re licensing issues (.5); corresponded with J. Lines re dealership issues (.3); corresponded with J. Chrzanowski re licensing issues (.4); telephone conference with W. Miller re licensing deliverables (.5); telephone conference with R. Challquist and M. Kopp re Kansas licensing issues (.5); office conference with M. Kopp re licensing issues (.3); telephone conference with S. Haeger, M Wakefield, J. Lines, M. Brooks, S. Jernigen, M. Ellis, C. Auguste, L. Metsfield and others re dealer issues (.7); telephone conference with C. Auguste re warrants (.5); corresponded with J. Williams re new contract to provide for lease arrangements (.3); telephone conference with M. Micklin, H. Aldrich, T. Smith and others of Kansas motor vehicle division and M. Kopp (.4); telephone conference with G. Velez re licensing issues (.3); office conference with M. Demarino, G. Knudsen, M. Kopp, T. Schrage and V. Slosman re licensing process and developments (1.2); telephone conference with J. Williams re leasing contract (.3); corresponded with J. Smolinsky re same (.4); reviewed and commented on various documents (1.6); reviewed licensing materials (1.6); commented on same (.7).	5,161.50
6/18/09	TM	3.90	Conferred re international operating consents (2.9); prepared and distributed Isuzu consent letter (1.).	2,145.00

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6/18/09	FJE	8.20	Drafted e-mail to D. Resnick and D. Horvath re IDB leases and synthetic leases (.4); e-mailed T. Conder and title company re synthetic leases (.4); telephone conference with T. Conder and R. Gordon re same (.4); telephone conference with R. Graham and corporate, environmental workstreams re LeaseCo (.2); drafted e-mail to D. Resnick and D. Horvath re lease descriptions (.2); e-mailed R. Berkovitch and M. Meises re same (.6); office conference with D. Horvath re checklist (.1); telephone conference with H. Milewski re subdivision, landlocked parcels and utilities (.2); telephone conference with H. Milewski re Schedule 6.27 (1.); updated and revised Schedule 6.27 throughout day (.5); reviewed letter with city of Toledo and office conference with D. Horvath re same (.3); coordinated comments re lease, term sheet and sent final versions of same to M. Ressler (1.); conferred with G. Ing, J. Blanchard and GM tax department re property valuations (.3); reviewed financing term sheet (.5); office conference with D. Resnick and D. Horvath re subdivision master lease agreement (.5); reviewed environmental issues list provided by GM (.3); reviewed lease amendments for Long Island property (.3); reviewed issues re AHI-owned property in Pontiac and e-mailed H. Milewski re same (.8); office conference with E. Jarmusz re Pontiac property issues (.2).	3,370.20
6/18/09	DEB	3.20	Prepared Transition Services Agreement and schedules thereto (1.5); telephone conference with J. Kimbel re same (.2); reviewed US Treasury note term sheet (1.5).	1,840.00
6/18/09	MTW	10.40	Participated in core team telephone conference with GM internal team and co-counsel and followed up re same (1.); telephone conference with J. DaMour, L. Buonomo and others re domestic subsidiary transfers and followed up re same (1.2); telephone conference with state attorney generals and followed up re same (2.); reviewed and revised amendment and updated disclosure schedules and conferred re same (6.2).	5,408.00

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6/18/09	BRB	1.70	Attended core team telephone conference with GM internal team and co-counsel (.7); conferred with A. Larin re governance matters (.2); conferred with C. Abbott re governance issues (.3); conferred with J. Feinberg re bank regulatory matters (.2); conferred with T. Knapp and J. Feinberg re same (.3).	931.60
6/18/09	JPG	7.70	Participated in core team telephone conference with GM internal team and co-counsel (1.); follow up re various pre-closing issues (.6); calls with Weil Gotshal and GM re bankruptcy court process and Master Purchase and Sale Agreement amendment (.6); worked on proposed amendment to Master Purchase and Sale Agreement (2.8); various calls re same (1.2); other pre-closing matters (1.5).	5,482.40
6/18/09	CXA	2.80	Reviewed and provided comments on revised Master Purchase and Sale Agreement (1.); conferred with B. Boch re status of various governance matters and followed up re various matters re same (.8); reviewed DIP loan term sheet (1.).	1,260.00
6/18/09	CEK	.80	Reviewed penultimate draft of ruling request.	578.40
6/18/09	AP	1.00	Reviewed and responded to e-mail re transfer of GSC to Adam Opel (.3); analyzed same (.7).	520.00
6/18/09	GMD	1.40	Conferred with M. Goodman and others re certain comments from representatives of states re certain provisions in Master Purchase and Sale Agreement (.7); reviewed revised Master Purchase and Sale Agreement (.2); reviewed Weil Gotshal mark-up of letter ruling request materials (.5).	728.00

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6/18/09	PLB	3.70	Multiple office conferences with A. Torrence re status of environmental matters (.9); reviewed e-mail from L. Grayson and R. Graham re status and review of transaction documents (.2); reviewed revised transaction materials re environmental matters (.6); e-mailed L. Grayson, R. Graham and A. Torrence re revisions to Transition Services Agreement (.2); telephone conference with A. Torrence re criminal penalties associated with environmental permit transfers (.2); reviewed files re consent orders and responded to e-mail from T. Conway re same (.3); reviewed Arizona air permit transfer requirements and evaluated necessary submittals (.7); reviewed and responded to e-mail from V. Pacione re Willow Run Waste Water Treatment Facility (.2); reviewed environmental permit and remediation charts re Willow Run facilities (.2); telephone conference with V. Pacione re same (.1); e-mailed B. Schmidt re Willow Run facility (.1).	1,417.10
6/18/09	VMP	8.50	Correspondence with F. Zehnder, T. Conder and D. Horvath re lease issue at Willow Run Airport (1.2); reviewed and provided comments to Master Purchase and Sale Agreement amendment (2.); reviewed and provided comments to updated schedules to Master Purchase and Sale Agreement (1.5); reviewed leases for sites at SPO Ypsilanti and drafted lease amendments (2.); revised lease amendments for Santa Fe Springs, CA and Ardsley, NY (1.); reviewed landlord's comments to lease amendment for Lang Horne, PA (.8).	3,255.50
6/18/09	MQH	8.80	Revised schedules to reflect updates and addition of scheduled assets and liabilities (1.8); revised amendment to Master Purchase and Sale Agreement and circulated same for review (7.).	2,508.00

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6/18/09	PHR	2.10	Conferred with S. Han and asset purchase team re permitting and licensing activities and update of progress re joint venture consents (.4); conferred with S. Han and Mexico team re same (.3); conferred with LAAM re same and potential for delayed closing for Colmotores due to tax considerations (1.); corresponded with M. Hill re transfer of certain shares of LAAM entities post-closing and potential for delayed closing for Colmotores (.4).	598.50
6/18/09	MEH	4.50	Conferred with M. Terrien re additional service re leased personal property and drafted schedule of leases (1.5); revised Transition Services Agreement schedules based on call (.5); conferred with R. Clarke and T. Hall re identification of leased property (.5); organized confidentiality letters for real estate closing checklist (.2); conferred with M. Hill and D. Horvath re Transition Services Agreement revisions and timing (.3); conferred with D. Horvath re revisions to Transition Services Agreement re leased facilities (.3); revised Transition Services Agreement per discussions (.7); e-mailed re Transition Services Agreement services for personal property (.5).	1,233.00
6/18/09	AAT	4.60	Reviewed permit transfer requirements for Arizona (.3); participated in telephone conference with P. McCarroll, B Schmidt and L. Grayson re information requested by US Treasury (1.); conferred with P. Boye-Williams re pending tasks (1.); e-mailed summary of potentially relevant environmental property transfer requirements for P. McCarroll (.8); revised permit transfer charts per P. McCarroll's instructions (1.2); e-mailed summary of criminal liability issues to P. McCarroll (.3).	1,260.40

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6/18/09	DKA	14.50	Corresponded with B. Lister-Tait re resolutions and certificates (.3); reviewed OCC and FSA change in control forms and participated in telephone conference with T. Knapp and I. Fradkin re same (1.7); followed up and conferred with Cadwalader, GM, Cleary Gottlieb and McKenna Long re informational items for OCC and FSA change in control forms (1.9); attended telephone conferences with J. Harshaw from Promark, E. Shaffer, attorneys from Clifford Chance and T. Knapp re OCC and FSA change in control forms (2.1); reviewed changes to First Amendment to Master Purchase and Sale Agreement from F. Eichenlaub and V. Pacione, T. Ling, C. Abbott and H. Pais (.9); conferred with F. Eichenlaub re real estate issues (.2); conferred with C. Abbott re Section 6.29 of First Amendment (.3); corresponded with H. Pais re First Amendment and post-closing organizational structure (.6); conferred with T. Knapp and O. Lysak re information required for OCC and FSA regulatory filings (.9); conferred with attorneys from Cleary Gottlieb, Cadwalader and McKenna Long re FSA and OCC filings (1.7); prepared confidentiality letters for same (.3); reviewed revised First Amendment and revised sellers' disclosure schedule and conferred with M. Hill re revisions to same (1.8); circulated and corresponded with Cadwalader, GM, Weil Gotshal and J&B personnel re First Amendment to Master Purchase and Sale Agreement, sellers' disclosure schedule and revised exhibits (.9); conferred with D. Horvath re real estate revisions to Transition Services Agreement (.4); reviewed and responded to e-mail re First Amendment and sellers' disclosure schedule (.5).	3,973.00
6/18/09	LTH	2.60	Reviewed equipment leases to identify relevant information for including them on schedules to Transition Services Agreement (1.8); drafted schedule containing equipment leases for Transition Services Agreement (.8).	712.40
6/18/09	MZR	5.00	Revised closing checklist (2.3); revised amendment to Master Purchase and Sale Agreement (2.7).	1,915.00

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6/18/09	DWH	6.00	Telephone conference re OCC and FSA filings (1.3); conferred with M. Wolf, B. Lister-Tait and others re mechanics of transfer of entities with follow-up call to B. Lister-Tait (1.3); met with D. Millison and A. Otto-Classon re diligence transfer provisions in LLC, LP and trust agreements (.5); prepared list of LLCs, LP and trusts to be transferred and began transfer provision diligence (.5); e-mailed due diligence team re transfer provisions diligence (.6); revised list of subs to examine (.3); reviewed CoCo LLC agreement and located additional LLC agreements (1.5).	1,644.00
6/18/09	EMJ	4.90	Reviewed lease assignments for Long Island and e-mailed R. Davis re same (.3); edited lease assignments for Long Island (.8); met with N. Berger re deed tracking chart changes (.2); e-mailed re legal description of Labadie Road, Milford property, (.2); e-mailed S. Nadolski and H. Milewski re correction deed issues (.2); met with F. Eichenlaub re Pontiac North AHI parcel and e-mailed re same (.3); reviewed tax parcel and relevant title (.4); reviewed title and updated lien checklist for Milford/Labadie Road property (1.2); conferred with F. Eichenlaub and e-mailed T. Condor re oil and gas lease at Labadie Road (.2); reviewed lease list and due diligence charts (1.1).	1,342.60
6/18/09	GSK	1.70	Summarized and compiled contact information for state manufacturer and distributor licensing.	465.80

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6/18/09	MRK	2.90	Telephone conference with Kansas Department of Revenue counsel re liability issues (.4); conferred with W. Miller re answers to questionnaire, dealer information and warranty information (.4); conferred with E. Quinlisk and licensing group re signature pages, liability charts and Cadwalader request for criminal liability, and process with state Attorney Generals (.4); conferred with Kentucky agency re liability (.1); drafted and sent warranty list to E. Quinlisk and collected brochures from W. Miller (.2); updated state applications re date of incorporation and FEIN (.3); conferred with E. Quinlisk and licensing group re Cadwalader not submitting applications and signatures and conferred re next steps of conversion and Section 363 sale (.2); conferred with Kansas re liability issues again (.5); compiled contact list of all states (.4).	794.60
6/18/09	SRM	.90	Monitored docket re objection (.2); reviewed case law re asbestos litigation (.7).	246.60
6/18/09	DBM	2.00	Updated schedules to Master Purchase and Sale Agreement for M. Hill (.9); prepared list of entities that need to be researched and diligence completed in order to transfer to GM with D. Higginbotham (1.1).	548.00

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6/18/09	ACO	2.70	Conferred with M. Harrison re distribution of post-filing real estate checklist (.1); worked on preparing FOIA, ATIA and FOIPPA letters for distribution of post-filing real estate checklist (.8); prepared draft e-mail form for distribution of same (.2); e-mailed FOIA, ATIA and FOIPPA letters and drafted e-mail to D. Horvath (.1); faxed FOIA letter to H. Gilmore (.1); conferred with D. Anna re distribution of regulatory filing documents (.1); inserted FOIA and ATIA headers on regulatory filing documents (.4); prepared FOIA and ATIA letters for distribution of regulatory filing documents (.4); e-mailed FOIA and ATIA letters, along with documents with inserted FOIA and ATIA headers, to D. Anna for distribution (.1); faxed FOIA letter to H. Gilmore (.1); conferred with D. Higginbotham and D. Millison re diligence assignment re restrictions on transfers of interest (.1); reviewed e-mail re diligence assignment re restrictions on transfers of interest (.2).	739.80
6/18/09	TFS	3.80	Prepared information for chart re agency contact information (1.5); contacted state regulators and prepared application materials for state licensing (2.3).	1,041.20
6/18/09	VKS	6.40	Edited license applications (5.3); met with E. Quinlisk, M. Kopp, M. DeMarino and G. Knudsen re signing of applications (.3); met with E. Quinlisk, M. Kopp, T. Schrage and M. DeMarino re current status of applications (.8).	1,753.60
6/18/09	RMW	2.70	Attended Asia Pacific region telephone conference re status of consents (.5); attended GM Canada telephone conference re analysis of transfer of permits and licenses (.4); attended Europe region telephone conference re status of consents and analysis of transfer of permits and licenses (1.); conferred with A. Clifford of Cadwalader re access to joint venture agreements for her review and worked with Weil Gotshal re access to agreements (.8).	739.80
6/18/09	JXW	2.00	Prepared FOIA documents for individual agreements and liability summary.	548.00

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6/18/09	IF	4.80	Participated in telephone conference with K&L Gates re OCC approval (.8); conferred with T. Knapp and D. Anna re contingency plan (.5); participated in telephone conference with Promark and C. Chance re FSA approval (2.); participated in telephone conference with Promark and K&L Gates re OCC approval (.5); conferred with T. Knapp and D. Anna re contingency plan (.5); reviewed FSA and OCC documentation (.5) .	1,315.20
6/18/09	MXD	2.80	Met with E. Quinlisk re manufacturer and distributor licenses (.6); conferred with E. Quinlisk and state agency re same (.5); compiled information re state agency address and contact information (.7); drafted chart re same (.5); edited chart re same (.5).	767.20
6/18/09	CTB	2.00	Continued to review legal descriptions re GM bankruptcy.	290.00
6/18/09	DOG	6.30	Continued to draft transfer tax declaration forms (3.5); revised individual property checklists re same (1.2); revised master document tracking sheet (1.6).	945.00
6/18/09	NHB	10.00	Telephone conferences with title company re deeds and transfer tax forms (.8); continued to review and confirm legal descriptions and title commitments for needed information (2.7); continued drafting of deeds (.7); reviewed and revised previously drafted deeds (1.1); drafted transfer tax forms (1.9); reviewed and revised previously drafted transfer tax forms (.8); reviewed, organized and forwarded release forms to T. Cassino (1.); met with F. Eichenlaub re status and assignments to complete (.7); followed up with D. Garcia and Z. Sorman re status (.3).	2,600.00
6/18/09	RADX	1.00	Received instructions to revise second amendment leases for properties located in Long Island City, NY (.3); revised second amendment leases (.7).	150.00
6/18/09	CFKX	5.50	Researched process re real estate transfer tax (3.); began writing memorandum re real estate transfer tax (2.5).	825.00

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6/19/09	DRM	4.90	Attended daily workstream closing call with J. DaMour et al. and followed up re same (1.5); office conference with E. Quinlisk re licensing issue (.3); office conferences with A. Nicoll re legal research on licensing issue and reviewed Chrysler sale order (.7); reviewed Chrysler note order and conferred with A. Nicoll re relevant provision (.1); reviewed memorandum from D. Anna with revised draft of sale order (.2); reviewed N. Pierce reports on docket filings (.3); reviewed materials from E. Quinlisk on franchise charts (.2); memoranda to and from L. Laken and E. Lederman re Reed exhibitions executory contract and possible rejection (.6); reviewed possible rejection with M. Terrien and arranged for rejection of same (.5); reviewed reports on sale objections (.5).	3,758.30
6/19/09	ELG	7.00	Attended daily workstream closing call with J. DaMour (8); participated in follow-up telephone conference re workstream open issues and closing matters (.5); evaluated permit transfer protections in place with Master Purchase and Sale Agreement, Transition Services Agreement and conferred re court orders (.7); telephone conference with P. McCarroll re matter status and permit issues (.2); conferred with P. McCarroll and WFG representatives re permit transfer concerns (.6); conferred with P. McCarroll re additional research needed to address same (.4); conferred with P. Boye-Williams re same (.3); researched permit transfer issues (1.); worked with B. Forcade and P. Boye-Williams re same (.5); evaluated new update on enforcement risks from B. Forcade (.8); updated P. McCarroll re same (.3); worked on permit transfer issues (.4); conferred with P. McCarroll re matter status, enforcement risks and permit issues (.5).	4,060.00
6/19/09	RLG	4.00	Reviewed update re WFG issues (1.); conferred re Section 363 sales transaction (1.); reviewed Section 363 Master Purchase and Sale Agreement amendment (1.); revised sellers disclosure schedule and revised exhibits (1.).	2,700.00

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6/19/09	BSF	4.80	Conferred with and e-mailed L. Grayson re additional research (.5); researched case law, EPA policies, DOT policies and law reviews re criminal and civil enforcement re permit transfers (3.8); drafted e-mail re same (.5).	2,366.40
6/19/09	DIR	4.00	Attended daily workstream closing call with J. DaMour et al. (.8); attended real estate team meeting (1.1); reviewed real estate issues re Transition Services Agreement and master lease (1.); reviewed changes to Master Purchase and Sale Agreement (1.1).	2,700.00
6/19/09	MJR	2.20	Attended daily workstream closing call with J. DaMour et al. (1); attended J&B team meeting and worked on related matters (1.2).	1,265.00
6/19/09	DSH	5.40	Attended daily workstream closing call with J. DaMour et al. (.8); reviewed and revised transaction documents for Plan B closing (3.8); telephone conferences with M. Harrison and D. Batterson re Transition Services Agreement (.3); worked on lease assignment documents (.5).	2,700.00
6/19/09	WLS	1.00	Participated in telephone conference re benefit matters with unsecured creditors representative.	767.00
6/19/09	MHM	2.00	Reviewed filed pleadings and retrieved significant documents for database.	520.00
6/19/09	JFC	.80	Reviewed new drafts of Transition Services Agreement and schedules and working group e-mail re same.	400.00
6/19/09	STL	6.10	Reviewed revised Master Purchase and Sale Agreement amendment, schedules and related materials (.9); prepared memorandum re same (.1); prepared revisions to plan assumption agreement (1.); reviewed memoranda and materials re Unsecured Creditors' Committee benefit issues (1.); telephone conference with F. Jaworski, M. Pieroni, C. Lutgen, M. Kam and W. Scogland re benefit issues (1.); prepared memorandum re same (.1); reviewed memoranda and materials re US Treasury benefit issues (1.1); telephone conference with M. Holdsworth re same (.2); office conferences with W. Scogland, M. Renaud and J. Wenell re same (.7).	3,342.80

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Date	Client	Hours	Description	Amount
6/19/09	EGQ	11.00	Reviewed e-mail and corresponded re outstanding items (.1); reviewed amendment and related documents (1.3); telephone conference with working group re workstream status and updates (1.2); telephone conference with internal working group (.5); office conference with D. Murray re state franchise law issues (.5); office conference with G. Knudsen re licensing issues (.3); office conference with M. Kopp re licensing issues (.3); reviewed and commented on licensing and liability summaries (1.1); reviewed correspondence for D. Hall re warranty issues (.3); reviewed warranty materials (.3); reviewed and corresponded with V. Slosman (.2); telephone conference with M. Wolf and J. Gromacki re warrant related issues (.2); reviewed same (.5); office conference with R. Clarke (.3); telephone conference with R. Clarke and A. Szalecki of Morgan Stanley re anti-dilution features (.3); reviewed warrant agreements and correspondence related thereto (.5); telephone conference with Kramer Levin, Weil Gotshal, Cadwalader, et al re transaction and related issues (1.3); telephone conference with W. Miller re deliverables (.2); telephone conference with D. Hall re warranty issues (.1); multiple office conferences with M. Kopp, M. DeMarino and V. Slosman re licensing issues(.2); office conference with B. Boch (.3); telephone conference with M. Wolf re licensing issues (.3); corresponded with L. Buonomo and J. Smolinsky re state notices (.7).	5,115.00
6/19/09	MST	2.70	Attended daily workstream closing call with J. DaMour et al. (1.); attended follow-up planning telephone conference with J&B team (.5); conferred with M. Harrison and D. Batterson re Transition Services Agreement issues (.4); reviewed and commented on schedules to same (.6); reviewed revisions to Transition Services Agreement (.2).	1,552.50

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Date	Client	Time	Description	Amount
6/19/09	FJE	10.30	Reviewed checklist in preparation for discussion re closing and drafted list of issues (.5); attended office conference re closing (1.); attended follow-up re closing (1.); revised subdivision master lease to incorporate D. Resnick and D. Horvath comments and office conference with same re comments (1.5); e-mailed US Treasury re Shreveport (.1); office conferences with N. Berger re transfer document checklist and ancillary document checklist (1.2); office conference with E. Jarmusz re ancillary document checklist (.4); office conference with E. Jarmusz and V. Pacione re leases and ancillary documents (.2); telephone conference with R. Zablocki and assistant re fair market values (.3); e-mailed K. Boike re same (.1); sent FMV spreadsheet to GM real estate to review (.1); sent RHI property spreadsheet to tax group to review and e-mailed D. Horvath re same (.6); office conference with N. Berger and D. Garcia re transfer tax spreadsheet (.2); blacklined subdivision master lease agreement and circulated same (.2); office conference with D. Anna re personal property (.2); e-mailed M. Wolf re FOIA requirements (.1); sent transfer document spreadsheet to GM real estate to review (.1); e-mailed GM real estate re deeds and transfer tax forms and office conference with N. Berger re same (.3); revised workstream checklist and sent same to J&B working group (1.4); reviewed and revised ancillary document checklist and e-mailed N. Berger re same (.8).	4,233.30
6/19/09	DEB	6.30	Prepared schedules to Transition Services Agreement (3.3); attended daily workstream closing call with J. DaMour et al. (1.); attended J&B working group meeting re Section 363 matters (.5); telephone conference with J. Kimbel, M. Harrison and A. Clifford of Cadwalader re Transition Services Agreement and schedules thereto and followed up re same (1.5).	3,622.50

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Date	Initials	Hours	Description	Amount
6/19/09	MTW	8.30	Attended daily workstream closing call with J. DaMour et al. (1.); telephone conference with Kramer Levin re drafting points and followed up re same (1.); telephone conference with Unsecured Creditors' Committee and followed up re same (2.4); telephone conference re holding company structure and followed up re same (1.2); conferred with and e-mailed J. Gromacki re various issues (2.7).	4,316.00
6/19/09	BRB	3.50	Attended daily workstream closing call with J. DaMour et al. (1.3); conferred with C. Abbott re governance action items (.4); corresponded re bank regulatory issues (.3); reviewed Asset Purchase Agreement (1.3); conferred with T. Knapp re governance structure issues (.2).	1,918.00
6/19/09	JPG	15.60	Reviewed and commented on draft amendment and distributed same (2.1); attended daily workstream closing call with J. DaMour et al. (1.); participated in telephone conference with Kramer Levin (1.); followed up re same (1.); participated in telephone conference with Weil Gotshal, Kramer Levin, US Treasury and Cadwalader and followed up re same (3.3); reviewed draft amendment (1.5); telephone conferences and meetings with M. Wolf and associate members of the J&B team to organize matters pertaining to implementation of the Section 363 sale (2.); participated in telephone conference re holding company structure (1.5); worked on matters pertaining to implementation of the Section 363 sale and pre-closing items (2.2).	11,107.20
6/19/09	CXA	7.00	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed Unsecured Creditors' Committee comments and followed up on various matters re issues related thereto (1.); participated in telephone conference with Clifford Chance, Promark, GM and J&B re U.K. bank regulatory approval (.5); reviewed no-action letter re NewCo and OldCo SEC filings (1.); participated in telephone conference with P. Weiss, Cadwalader, Weil Gotshal and others re Creditors Committee comments (2.5); reviewed governance charts and provided comments to S. Dork (.2); followed up on various matters re closing (.8).	3,150.00

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6/19/09	AP	3.00	Attended daily workstream closing call with J. DaMour et al. (1.); participated in internal workstream telephone conferences (.5); reviewed e-mail and materials from client re questions re ownership of software (.5); analyzed same (1.).	1,560.00
6/19/09	GMD	5.30	Attended daily workstream closing call with J. DaMour et al. (1.); attended J&B follow-up telephone conference re sale process (1.); reviewed proposed change sections for amendment to Master Purchase and Sale Agreement (.3); conferred with D. Houlf and others re opportunity to clarify assumed tax liabilities provision in connection with such amendment (3.).	2,756.00
6/19/09	PLB	5.90	Telephone conference with L. Grayson re research re criminal liabilities for failure to perfect transfer of permits to NewCo (.2); multiple office conferences with B. Forcade re same (.3); researched potential criminal liabilities re failure to perfect transfer of permits (3.); reviewed e-mail from B. Forcade re potential liabilities (.2); telephone conference with A. Torrence re same (.1); office conference with A. Torrence re potential criminal liabilities (.2); e-mailed L. Grayson re research re legislative history (.2); e-mailed P. McCarroll re legislative history of transfer of permits regulations (.3); reviewed e-mail from A. Torrence re updates to permit transfer charts (.1); e-mailed P. McCarroll re permit transfer obligations (.2); reviewed and responded to e-mail from L. Grayson re status of permit transfers and needed assistance (.3); reviewed permit transfer charts and related information (.5); reviewed e-mail forwarded by P. McCarroll re proposed plan for transfer of landfill permits requiring 120 day notice to agency (.2); reviewed e-mail from L. Grayson re work planned for week of 6/22 re permit transfers (.1).	2,259.70

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6/19/09	VMP	8.30	Corresponded with landlord's attorney re amendment to Lang Horne, PA lease (.5); revised lease amendment for Lang Horne, PA (.8); reviewed leases for two sites leased in Ypsilanti, MI at 2625 Tyler Road (1.5); drafted amendment to leases at 2625 Tyler Road in Ypsilanti (.8); reviewed comments to lease amendment for North Hollywood, CA and revised lease amendment (1.2); reviewed and commented on forms on internal real estate closing checklists (.7); revised lease amendment for site at Willow Run Airport (.8); revised amendment to Master Purchase and Sale Agreement re handling of leased site at Willow Run Airport (.5); drafted form of assignment of Willow Run Airport Lease (.5); attended J&B telephone conference re closing logistics and met with D. Resnick and D. Horvath re same (1.).	3,178.90
6/19/09	PLH	4.00	Attended daily workstream closing call with J. DaMour et al. and followed up re same (2.); reviewed follow-up issues re insurance coverage and successor liability issues (2.).	1,752.00
6/19/09	RHC	2.20	Attended daily workstream closing call with J. DaMour et al. and followed up re same (1.); attended internal status telephone conference (.5); met with E. Quinlisk re warrant calculations (.4); analyzed re same (.3).	842.60
6/19/09	ASN	1.30	Researched state permits and licenses.	440.70
6/19/09	MQH	6.00	Attended daily workstream closing call with J. DaMour et al. and followed up re same (1.2); reviewed necessary requirements for domestic entity transfers by reviewing third party agreements (4.8).	1,710.00
6/19/09	KMB	.20	Reviewed e-mail re real estate matters (.1); e-mailed re transfer tax information (.1).	54.80

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6/19/09	MEH	5.00	Revised Transition Services Agreement schedules per discussions with D. Batterson and M. Terrien (1.3); revised Transition Services Agreement schedules per lease workstream comments (1.); e-mailed J. Kimbel and others re new seller side services (.2); prepared for and participated in telephone conference with counsel for US Treasury re Transition Services Agreement (1.5); edited and prepared draft documents for circulation (.5); drafted cover e-mail and circulated documents to client (.5).	1,370.00
6/19/09	AAT	2.00	Revised permit transfer charts (1.5); conferred with P. Boye-Williams re criminal liability issues (.5).	548.00
6/19/09	DKA	9.60	Attended daily workstream closing call with J. DaMour (.9); conferred with Cleary Gottlieb re regulatory filing information for UAW trust (.5); acquired information and corresponded with O. Lysak re information required for FSA regulatory filings (1.5); attended telephone conference with O. Lysak, J. Harshaw and T. Knapp re regulatory filing information (.7); corresponded with B. Boch re governance information required for FSA regulatory filings (.2); conferred with Cadwalader, Cleary Gottlieb, GM and McKenna Long re OCC and FSA regulatory filings and information required for same (2.7); conferred with E. Shaffer and T. Knapp re FSA regulatory filings and information gathering approach (.7); conferred with C. Abbott re governance information for FSA filing (.4); conferred with C. Abbott and M. Matlock re bankruptcy filings (.5); revised real estate lease table and conferred with F. Eichenlaub and M. Wolf re same (.6); conferred with B. Lister-Tait re closing resolutions and certificates (.2); reviewed comments to First Amendment to Master Purchase and Sale Agreement from T. Ling and V. Pacione (.5); corresponded with T. Ling re organizational structure (.2).	2,630.40
6/19/09	PJT	.80	Reviewed sale-related pleadings.	560.00

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6/19/09	MZR	2.80	Attended daily workstream closing call with J. DaMour et al. (1.); telephone conference with J&B attorneys re same (.5); e-mailed and telephone conference with GM and J&B attorneys re amendment (1.3).	1,072.40
6/19/09	DWH	.80	Conferred with V. Schuster and K. Walters and follow-up re transfer of dealerships (.4); conferred with M. Hill re organization of mechanics of transferring entities (.2); conferred with D. Millison and A. Otto-Classon re diligence of LLC, LP and trust transfer provisions (.2).	219.20
6/19/09	EMJ	4.50	Revised list of assumed leases (1.5); met with F. Eichenlaub re ancillary issues chart and Pontiac MI subdivision (.5); met with N. Berger re legal descriptions, property closing checklists and corrective deed issues (.5); conferred with H. Milewski (GM) re Janesville legal descriptions and manufacturing legal description (.5); reviewed title commitments re Fairfax, KS and drafted e-mail re ownership issue (.5); revised N. Berger's deed tracking chart (.3); e-mailed title company and GM re corrective deed issues (.2); met with F. Eichenlaub re parcel split issues re legal descriptions (.5).	1,233.00
6/19/09	GSK	.80	Completed contact information chart listing applicable information for state regulator re state licensing.	219.20
6/19/09	MRK	1.60	Conferred with states re license liability and edited license liability chart (.4); organized information re warranty compensation (.2); reviewed representative lists, answers to questionnaire and plate request information (.8); compiled rest of brochures (.2).	438.40
6/19/09	SRM	4.30	Monitored docket re objections (.4); reviewed motions re same (3.9).	1,178.20
6/19/09	DBM	7.50	Collected contracts from finalized list of domestic entities being transferred to new GM (2.3); began reviewing documents with D. Higginbotham and A. Otto-Classon to extract transfer provisions and requirements (5.2).	2,055.00

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6/19/09	ACO	6.90	E-mailed and conferred with D. Higginbotham and D. Millison re review of agreements re transfer of interest requirements (.8); worked on locating governing agreements for various entities for transfer of interest assignment (1.9); reviewed governing documents for transfer of interest requirements for GM Finance Co. Holding LLC (.7); reviewed same for GM Preferred Finance Co. Holdings LLC (.6); reviewed same for LBK and LLC (.9); reviewed same for GM GEFS L.P. (1.2); reviewed same for GM Asia Pacific Holdings, LLC (.8).	1,890.60
6/19/09	TFS	3.00	Conferred with state regulators re outstanding licensing issues (.6); confirmed application statuses and prepared applications (2.4).	822.00
6/19/09	VKS	3.20	Reviewed and responded to various e-mail re warranty information, liability information and contact information re licensing of new entity (.5); reviewed warranty information for applications (.7); reviewed Chrysler sale order for references to licensing (1.); met with E. Quinlisk re various issues re transferred properties and license requirements and followed up re same (.7); reviewed properties and questionnaire for licensing requirements and responded to related e-mail (.3).	876.80
6/19/09	JXW	2.70	Prepared FOIA documents for waiver documents to submit to M. Holdsworth (1.); conferred with K. Levin, Weil Gotshal, T. Ling and W. Scogland re same (1.); provided updated schedules to M. Pieroni (.2); reviewed redline of schedules to Master Purchase and Sale Agreement to ensure benefits changes reflected (.5).	739.80
6/19/09	IF	.80	Participated in telephone conference with Promark, GM and C. Chance re FSA approval (.7); reviewed documents re same (.1).	219.20

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6/19/09	MXD	5.30	Conferred with state agencies re timing process of applications and effect of name change from NGMCO, Inc. (1.9); edited timing chart based on state agency responses re same (.5); compiled lists of Franchise Dealers, Manufacturer Representatives (.9); completed bond request forms same and compiled bond requirement information from state agencies requiring surety bond (2.).	1,452.20
6/19/09	DOG	6.20	Drafted transfer tax declaration forms (1.5); assisted in assembling drafts of Michigan deeds and transfer tax forms for transmittal to title company (1.); revised master document tracking sheet and transfer tax calculation sheet (3.7).	930.00
6/19/09	NHB	8.50	Reviewed and confirmed legal descriptions and title commitments (1.4); drafted, reviewed and revised deeds and transfer tax forms (2.6); created transfer tax calculation worksheet and began computation of tax amounts (1.); developed, drafted and revised ancillary document tracking sheet (2.1); met re status and assignments to complete (.6); conferred with F. Eichenlaub and e-mailed re transaction issues (.8).	2,210.00
6/20/09	DRM	1.60	Reviewed memoranda from N. Pierce re report on filings (.4); memorandum to E. Quinlisk re application of state franchise law and impact on Section 363 sale provisions (.7); telephone conferences with J. Gromacki and E. Quinlisk re same (.5).	1,227.20
6/20/09	DIR	2.00	Revised Master Leases.	1,350.00
6/20/09	JFC	1.00	Worked on Transition Services Agreement issues (.5); reviewed and revised draft service descriptions re leasing and e-mailed working group re same (.5).	500.00
6/20/09	STL	2.50	Reviewed memoranda and materials re US Treasury open benefit issues.	1,370.00
6/20/09	EGQ	3.50	Reviewed and corresponded with D. Murray re licensing issues (.2); telephone conference with D. Murray re various open issues (.2); reviewed licensing materials (1.7); reviewed Chrysler filings (1.4).	1,627.50

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6/20/09	FJE	.60	Reviewed correspondence from T. Cassino and responded to same (.2); reviewed comments to Creditor Committee (.4).	246.60
6/20/09	DEB	1.30	Prepared Transition Services Agreement and schedules thereto.	747.50
6/20/09	JPG	5.30	Reviewed draft amendment to Master Purchase and Sale Agreement (1.); followed up with J. DaMour re questions (1.); corresponded with M. Wolf re closing documents and matters re implementation of Section 363 sale (1.7); worked on other matters re closing of Section 363 sale (1.6).	3,773.60
6/20/09	MEH	3.00	E-mailed re issues re Transition Services Agreement (.2); prepared cover e-mail and circulated documents to GM team (.3); prepared documents and cover e-mail for circulation to US Treasury (.8); prepared FOIA letter to accompany document (.2); revised Transition Services Agreement per comments from D. Batterson (.2); edited Transition Services Agreement and prepared for submission to U.S. Treasury (.5); drafted cover e-mail for submission to US Treasury (.4); drafted FOIA letter (.4).	822.00
6/20/09	DKA	.20	Corresponded with J. DaMour re filed Master Purchase and Sale Agreement.	54.80
6/20/09	DBM	2.00	Collected contracts from finalized list of domestic entities being transferred to new GM (.6); began reviewing documents with D. Higginbotham and A. Otto-Classon to extract transfer provisions and requirements (1.4).	548.00
6/20/09	ACO	7.20	Reviewed governing documents for transfer of interest requirements for Crash Avoidance Metrics Partnership (.9); reviewed same for DMAX, Ltd (1.3); reviewed same for Giner Electrochemical Systems, LLC (1.1); reviewed same for HRL Laboratories LLC (.8); reviewed same for OEConnection LLC (1.2); reviewed same for United States Council for Automotive Research LLC (.7); worked on chart listing names of entity and restrictions/requirements re transfer of interest (1.2).	1,972.80

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6/20/09	VKS	.80	Reviewed W. Miller's responses to licensing questionnaire.	219.20
6/20/09	NHB	5.00	Revised ancillary document closing checklist (1.); continued deed and transfer tax form drafting (2.7); reviewed and revised deeds and transfer tax forms (1.3).	1,300.00
6/21/09	DSH	1.80	Reviewed Employee Matters Agreement lease and subdivision properties lease (1.); reviewed Transition Services Agreement and related documents (.8).	900.00
6/21/09	JFC	.50	Worked on Opel and Saab issues and e-mailed Treasury counsel re same.	250.00
6/21/09	EGQ	2.80	Reviewed and corresponded re licensing issues (.6); corresponded with D. Hall re warranty information (.3); reviewed comments from Cadwalader on licensing applications (.9); reviewed materials for inclusion in licensing applications (1.).	1,302.00
6/21/09	FJE	.40	E-mailed real estate group re fair market value of RHI properties (.1); e-mailed D. Horvath re fair market value, lease descriptions and subdivision properties master lease agreement (.3).	164.40
6/21/09	DEB	.50	Prepared Transition Services Agreement and schedules thereto.	287.50
6/21/09	MTW	1.80	Participated in telephone conference re holding company structure and followed up with J. Gromacki re same.	936.00
6/21/09	BRB	1.50	Began review of stockholders agreement.	822.00
6/21/09	JPG	9.30	Corresponded and followed up re permitting process (1.2); reviewed court filings including objections (3.1); worked on proposed amendment to Master Purchase and Sale Agreement (1.5); reviewed issues re state attorney generals and Unsecured Creditors' Committee (1.5); followed up with M. Wolf re various issues pertaining to closing documentation and logistics around the closing (1.); reviewed board process issues and followed up re same (1.).	6,621.60
6/21/09	AP	1.30	Reviewed and analyzed client's questions re software licenses (1.); conferred with client re same (.3).	676.00

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6/21/09	DKA	1.00	Corresponded with O. Lysak re domestic and foreign organizational charts and reviewed same (.5); corresponded with O. Lysak re information needed for FSA regulatory filings (.5).	274.00
6/21/09	MZR	.50	Reviewed stockholders' agreement.	191.50
6/21/09	DWH	3.10	Reviewed and summarized transfer provisions in LLC, LP and trust agreements for transferred subsidiaries.	849.40
6/21/09	SRM	2.20	Reviewed objections to Section 363 sale.	602.80
6/21/09	DBM	4.00	Collected contracts from finalized list of domestic entities being transferred to new GM (.6); reviewed documents with D. Higginbotham and A. Otto-Classon to extract transfer provisions and requirements (3.1); formatted chart to fit per A. Otto-Classon (.3).	1,096.00
6/21/09	ACO	.20	Reviewed various e-mail from D. Higginbotham and D. Millison re transfer of interest requirements.	54.80
6/21/09	NHB	1.00	Drafted, reviewed and revised deed and transfer tax form.	260.00
6/22/09	DRM	3.70	Attended daily workstream closing call with J. DaMour et al. and follow-up meeting with J. Gromacki and M. Wolf (1.2); telephone conference with M. Millikin, A. Valukas and E. Quinlisk re franchising and licensing issues and followed up with E. Quinlisk re same (1.); office conference with A. Nicoll and reviewed materials prepared by A. Nicoll on Supremacy Clause and related issues re franchising and licensing (1.); memorandum to A. Valukas re same (.2); reviewed memorandum from N. Pierce re docket update (.3).	2,837.90

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6/22/09	ELG	3.40	Reviewed response from R. Helm re permits (.1); evaluated Transition Services Agreement issues and determined how best to respond to Cadwalader (.5); telephone conference with P. McCarroll re Transition Services Agreement environmental concerns (.4); participated in telephone conference with Cadwalader, GM and J&B re environmental comments on Transition Services Agreement (1.1); reviewed latest version of Master Purchase and Sale Agreement and schedules and responded to M. Ressler re same (.7); conferred with P. McCarroll and M. Wolf re permit transfers and criminal liability issues (.3); reviewed sites with short term operations post-closing (.3).	1,972.00
6/22/09	RLG	1.00	Updated re developments (.5); reviewed latest edits to deal documents (.5).	675.00
6/22/09	DIR	9.50	Attended daily workstream closing call with J. DaMour et al. (1.6); telephone conference with Cadwalader re Master Leases Agreement (2.); prepared for same (.8); telephone conference with Unsecured Creditors' Committee counsel (2.); reviewed and revised closing documents (3.1).	6,412.50
6/22/09	ARV	3.80	Reviewed materials in preparation for telephone conference with M. Millikin (.5); telephone conference with M. Millikin (.5); conference with D. Murray re franchising and licensing issues and telephone conference with M. Millikin (1.5); reviewed research re statute law (1.3).	3,089.40
6/22/09	MJR	5.60	Commented on Master Purchase and Sale Agreement amendment (1.5); attended daily workstream closing call with J. DaMour et al. (1.3); analyzed due diligence re splinter unions, individual agreements and related matters (1); reviewed objection to 1114 Committee for issues re Master Purchase and Sale Agreement (1.); conference with G. Burns and office conference with W. Scogland and S. Ling re same (.8).	3,220.00

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6/22/09	DSH	11.30	Worked on real estate matters re Section 363 sale (1.); participated in telephone conferences with GM personnel and Alix Partners personnel re master lease for excluded manufacturing facilities, status of liens on GM owned properties, and Transition Services Agreement (4.); reviewed and revised master lease agreement, subdivision properties master lease and Transition Services Agreement (3.5); reviewed lease amendments and related documents (2.); conferred with D. Batterson and M. Harrison re Transition Services Agreement (.8).	5,650.00
6/22/09	WLS	.90	Conferred with M. Renaud re retiree welfare plan amendments (.2); reviewed GM and unsecured creditor committee objections to 1114 application (.6); conferred with M. Renaud and T. Ling re welfare benefit amendment matters (.1).	690.30
6/22/09	JFC	1.00	Attended daily workstream closing call with J. DaMour et al.	500.00
6/22/09	STL	5.00	Office conferences with M. Renaud and M. Wolf re outstanding benefit issues (.5); reviewed memoranda and materials re revised Master Purchase and Sale Agreement and schedules (.9); reviewed memoranda and materials re 1114 Committee motions (1.5); reviewed memoranda and materials re settlement agreements (1.1); prepared memoranda and materials re same (.5); telephone conferences with F. Jawoski, W. Scogland and M. Renaud re same (.5).	2,740.00

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6/22/09	EGQ	13.20	Telephone conference with J. Langston re licensing issues (.5); attended daily workstream closing call with J. DaMour et al. (1.3); reviewed correspondence re licensing issues (.6); multiple office conferences with internal J&B working group re licensing matters (.8); reviewed various materials responsive to information requests (1.2); telephone conference with Cadwalader (J. Bliley, J. Langston and others) (.5); telephone conference with W. Miller re information requests (.5); telephone conference with D. Hall re warranty-related requests (.2); telephone conferences with G. Velez re multiple licensing issues (.6); reviewed revised Master Purchase and Sale Agreement (.9); office conference with T. Failor re owned dealerships (.2); telephone conference with licensing and permits working group (1.1); reviewed updated liability issues summary (.9); telephone conference with M. Whitchurch (.3); telephone conferences with J. Hater re licensing issues and timing (.4); telephone conference with M. Millikin, R. Osborne, A. Valukas, D. Murray and others re potential liability issues re operating without license (1.); reviewed updated materials (1.5); office conferences with internal working group re licensing issues (.7).	6,138.00
6/22/09	TM	1.80	Reviewed documents re Isuzo consent requirements (.5); reviewed materials re NUMMI joint venture (.4); reviewed consent form for MCT (.3); conferred with P. Rosenbaum re consents (.3); conferred with Sook Han and P. Rosenbaum re consents (.3).	990.00
6/22/09	MST	1.10	Attended daily workstream closing call with J. DaMour et al.	632.50

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6/22/09	FJE	10.10	Telephone conference with L. Fitzgerald re subdivision properties master lease agreement (.4); office conference with N. Berger re closing issues (.4); telephone conferences with G. Ing re tax issues (.3); e-mailed corporate department re name of NewCo and telephone conference with T. Conder re same (.2); revised, blacklined and circulated subdivision properties master lease agreement to D. Resnick and D. Horvath with comments of L. Fitzgerald (.8); e-mailed real estate, tax and manufacturing team re value of personal property (.3); office conference with E. Jarmusz re access easement agreement and e-mailed E. Jarmusz re same (.4); telephone conference with real estate team re Creditor Committee comments (1.); telephone conference with real estate team and Cadwalader re Creditor Committee comments (1.); telephone conference with bankruptcy team, R. Gordon and T. Conder re synthetic leases (1.); conferred with D. Horvath re synthetic leases (.6); revised Employee Matters Agreement lease and telephone conference with D. Resnick re same (.5); e-mailed P. Boye Williams and M. Strong re same (.2); updated closing checklist (.3); reviewed access agreement (.5); e-mailed T. Cassino, N. Berger, E. Jarmusz, M. Wolf and L. Smith re mortgage releases and Unsecured Creditors' Committee terminations (.6); reviewed transfer tax statutes and e-mailed N. Berger re same (1.6).	4,151.10
6/22/09	DEB	5.70	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with D. Horvath, M. Harrison and client re Transition Services Agreement schedules (.7); prepared Transition Services Agreement and schedules thereto (4.).	3,277.50

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6/22/09	MTW	9.70	Attended daily workstream closing call with J. DaMour et al. and followed up with D. Murray and J. Gromacki re same (1.2); conferred with and e-mailed re Master Purchase and Sale Agreement, product liability, organizational structure, holding company structure and other issues (3.3); telephone conference re Master Purchase and Sale Agreement and followed up re same (1.9); conferred with and e-mailed J. DaMour, A. Segovia, L. Buonomo and others re various issues (1.4); conferred with G. Davis and others re tax liabilities in Master Purchase and Sale Agreement (1.9).	5,044.00
6/22/09	BRB	6.50	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed draft of stockholders agreement (1.5); conferred with C. Abbott re stockholder agreement and governance issues (.5); conferred with C. Abbott and P. Gyr re registration rights issues (.3); reviewed guarantee term sheet (.2); conferred with J. Feinberg re bank regulatory matters (.3); conferred with B. Cooper and C. Abbott re registration rights issues (.4); further reviewed stockholders agreement (2.3).	3,562.00
6/22/09	JPG	12.00	Attended daily workstream closing call with J. DaMour et al. and followed up with M. Wolf and D. Murray re same (1.2); reviewed proposed changes to Master Purchase and Sale Agreement and commented re same (2.5); participated in teleconference with client to discuss Master Purchase and Sale Agreement issues (1.5); reviewed and commented on stockholder agreement (2.5); participated in numerous calls re 363 transaction and implementation issues (2.3); teleconference with D. Batterson and others re transition services agreement and related issues (1.0); reviewed and commented on TSA and schedules (1.0).	8,544.00

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6/22/09	CXA	8.00	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed Stockholders Agreement, provided comments and conferred with B. Boch re same (3.); reviewed comments from A. Larin on Stockholders Agreement and followed up on various matters raised in same (1.); conferred with B. Cooper, B. Boch and P. Gyr re registration rights issues (1.); reviewed and created mark-up of Registration Rights Agreement and conferred with M. Fogerty re same (1.); coordinated with J. Gromacki and M. Wolf re same (1.0).	3,600.00
6/22/09	AP	1.40	Telephone conference with S. Neidy re changes to disclosure schedules (.3); reviewed and responded to e-mail re same (.5); reviewed revised disclosure schedules and drafted revisions to same (.6).	728.00
6/22/09	GMD	3.70	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with D. Houlf re real property and other transfer tax issues (.5); reviewed messages from F. Eichenlaub re same (.2); conferred with D. Houlf, M. Wolf and others re assumed and excluded tax liabilities in Master Purchase and Sale Agreement (2.).	1,924.00

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6/22/09	PLB	7.10	Prepared for telephone conference with Cadwalader re environmental concerns re Transition Services Agreement (1.1); participated in telephone conference with Cadwalader re Transition Services Agreement (1); reviewed and evaluated e-mail from B. Schmidt re permit transfer concerns (.3); telephone conference with M. Harrison and D. Batterson re Transition Services Agreement revisions (.2); telephone conference with L. Grayson re status of Transition Services Agreement environmental provisions (.1); researched and responded to e-mail from WFG personnel re transfer of environmental permits (1.5); reviewed e-mail from T. Kline re leased properties (.1); e-mailed M. Strong and A. Torrence re evaluating list of leased properties (.1); reviewed and revised permit chart per e-mail from GM and real estate (1); evaluated list of transferred facilities and determine necessity of transferring permits (.4); drafted response to T. Kline re list of leased facilities (.6); evaluated information from real estate re deed restrictions (.5); reviewed issues list re MLA and Transition Services Agreement provided by counsel for unsecured creditors re environmental matters (.2).	2,719.30
6/22/09	VMP	6.30	Reviewed landlord's comments to Willow Run Airport lease amendment (.5); reviewed landlord's comments to Lang Horne, PA lease amendment and revised lease amendment (1.); drafted lease amendments for remaining SPO IV sites (1.); reviewed lease at 7111 Eleven Mile Rd. in Warren, MI and drafted lease amendment (1.); reviewed lease for SPO site in Reno, NV and drafted lease amendment (.8); reviewed updated property list sent by D. Homic Hoge (.5); revised real estate comments to amendment to Master Purchase and Sale Agreement (1.); conferred with D. Horvath and T. Conder re schedules to Transition Services Agreement and Willow Run Airport lease amendment (.5).	2,412.90
6/22/09	RHC	1.10	Attended daily workstream closing call with J. DaMour et al.	421.30

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6/22/09	ASN	2.50	Participated in strategy telephone conference with D. Murray, A. Valukas and H. Miller re state franchise licensing (1.); researched same. (1.5).	847.50
6/22/09	MQH	9.70	Attended daily workstream closing call with J. DaMour et al. (1.1); updated Exhibit F and prepared letter re same (1.4); revised amendment and schedules based on comments received from client (2.); reviewed summary of limited liability company agreements for transfer restrictions (5.); reviewed necessary documentation for name reservations for new purchaser entities (.2).	2,764.50
6/22/09	PHR	5.50	Conferred with GM team, J&B team, Weil Gotshal team and Cadwalader team re Section 363 punch list, including items related to international entity transfers (1.1); reviewed and commented on Isuzu DMAX waiver agreement (.3); reviewed e-mail from S. Han re Hitchner consent and NUMMI Product Responsibility Agreement (.5); met with T. Monson to review comments to Isuzu DMAX waiver agreement and thinking re how to handle Hitchner consent and NUMMI PRA (.5); conferred with S. Han and T. Monson to review same and next steps (.4); edited and revised omnibus consent and waiver agreement for Isuzu and drafted cover letter re same (1.8); drafted letter agreement re Hitchiner consent (.9).	1,567.50

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6/22/09	MEH	6.70	Reviewed Transition Services Agreement related environmental comments from Cadwalader (.4); organized telephone conference re environmental comments (.3); prepared for and participated in telephone conference re Transition Services Agreement environmental issues (1.2); conferred with J. Kimbel and D. Batterson re environmental call (.5); conferred with D. Horvath re real estate issues re Transition Services Agreement (.4); conferred with D. Horvath and T. Conder re real estate issue re Transition Services Agreement (.5); participated in telephone conference re lease and Transition Services Agreement (1.); reviewed and forwarded comments on Transition Services Agreement and schedules from counsel to Unsecured Creditors' Committee (1.); revised Transition Services Agreement and schedules based on comments received throughout day (1.4).	1,835.80
6/22/09	TRF	.40	Conferred with K. Walters re transfer of Saturn-Chevrolet Hummer.	164.40

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6/22/09	DKA	13.10	Attended daily workstream closing call with J. DaMour et al. and corresponded with M. Renaud re same (1.); coordinated assembling of required information for FSA filings and corresponded with O. Lysak and T. Knapp re information for FSA filings (2.7); reviewed draft letter amending Exhibit F (.4); reviewed FSA filing information from E. Shaffer and corresponded with E. Shaffer re same (.6); drafted confidentiality letter for amendment to Exhibit F and coordinated Freedom of Information Act compliance for same (.4); corresponded with F. Eichenlaub re organizational structure and directors and officers of NGMCO, Inc. (.7); corresponded with B. Lister-Tait and J. Blanchard re signatories to real estate documents (.2); conferred with O. Lysak and corresponded with McKenna Long re capitalization chart and followed appropriate confidentiality procedures for same (.7); corresponded with C. Abbott and O. Lysak re FSA governance issues (.9); conferred with J&B subject matter experts re additional comments to First Amendment to Master Purchase and Sale Agreement (1.3); reviewed benefit and real estate comments to First Amendment (.7); reviewed and edited revised First Amendment and conferred with M. Hill re same (1.); corresponded with M. Ressler re same (.9); corresponded with L. Buonomo re product liability sections of Master Purchase and Sale Agreement (.3); corresponded with GM, Weil Gotshal and J&B personnel re Cadwalader's proposed pre-closing structure (.3); corresponded with McKenna Long re their comments to First Amendment (.2); reviewed and edited Master Lease Agreement (.8).	3,589.40
6/22/09	MPS	1.00	Conferred with P. Boye-Williams (.1); compared charts of leased entities (.6); conferred with P. Boye-Williams re same (.3).	274.00
6/22/09	PJT	.30	Reviewed legal analysis re state franchise law and Section 525 of Bankruptcy Code and conferred with D. Murray re same.	210.00

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6/22/09	MZR	6.20	Attended daily workstream closing call with J. DaMour et al. (1.1); revised amendment to Master Purchase and Sale Agreement (4.5); revised closing checklist (.6).	2,374.60
6/22/09	DWH	5.70	Prepared chart with D. Millison, A. Otto-Classon and M. Hill re diligence table of transfer restrictions on LLC, LP and trust subsidiaries of GM (3.); corresponded with Alix Partners and GM to determine ownership of various subsidiaries, including North and South Bay Multi-Site, Inc. (.7); conferred with B. Lister-Tait, J. Braun, D. Gallant, S. Han, A. Kibe, J. Forlenze and J. Hater re transferability of various non-incorporated entities, including GM Facilities Trust, GM Supplier Receivables, USCAR, MOC0, LOCo, COCo, and GMAC (2.).	1,561.80
6/22/09	EMJ	5.80	Reviewed title commitments and sent to title company re issue whether all GM parcels at relevant sites were included in each particular legal description (1.3); reviewed environmental documents and e-mailed ENV team re same (.5); responded to e-mail and reviewed USEPA lien at Massena site (.3); e-mailed L. Brennan at GM re Sayville deep/ownership (.2); created draft of Access Agreement and e-mailed GM re notice addresses and legal descriptions re same (3.5).	1,589.20
6/22/09	GSK	2.50	Attended telephone conference with E. Quinlisk, M. DeMarino, V. Slosman, T. Schrage and M. Kopp re state licensing (.6); reviewed state applications for outstanding items (1.9).	685.00
6/22/09	MRK	7.00	Reviewed and responded to e-mail re new information for directors and offices, Cadwalader's questions re applications, and answers to questionnaire from GM (.7); telephone conference with GM and Cadwalader re applications (.5); entered new information onto representative applications (.5); recalled states re plate applications (.5); filled out state applications with new information from GM and Cadwalader (3.); recalled states re liability for operating without license (.7); organized brochures into binder and sent to duplicating (1.1).	1,918.00

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6/22/09	SRM	2.60	Monitored docket re late-filed objections (.2); reviewed same (2.4).	712.40
6/22/09	DBM	3.00	Office conference with D. Higginbotham and A. Otto Classon to discuss meeting had with M. Hill re transfer chart for domestic entities transferring to New GM (1.7); conference call with B. Lister-Tait to discuss entities transfer (1.3).	822.00
6/22/09	ACO	6.00	Analyzed chart listing name of entity and restrictions and requirements re transfer of interest to determine transfer requirements (2.1); met with D. Higginbotham and D. Millison re outstanding issues re transfer of interest requirements (.9); met with D. Higginbotham and M. Hill re outstanding issues re same (.8); met with D. Higginbotham and D. Millison re next steps re transfer of interests (1.2); telephone conference with B. Lister-Tait, D. Higginbotham and D. Millison re questions re GMAC and joint venture entities on transfer of interest chart (.3); reviewed Delaware Limited Liability Company Act section re Assignment of Limited Liability Company Interests and conferred with D. Higginbotham re section (.3); reviewed GM Supplier Receivables LLC and GMETR Trade Receivables LLC governing documents for transfer of interest requirements (.4).	1,644.00
6/22/09	TFS	4.00	Conferred with state regulators and prepared application materials for manufacturer and distributor licensing (3.2); met with E. Quinlisk and associates re outstanding licensing issues (.5); conferred with V. Slosman, M. Kopp, G. Knudsen and M. DeMarino re Cadwalader call (.3).	1,096.00
6/22/09	VKS	6.90	Conferred with E. Quinlisk re warranty information and preparation for telephone conference (.2); conferred with T. Schrage, M. Kopp, D. Marino and G. Knudsen re preparation for telephone conference with Cadwalader re license applications (.3); edited license applications (5.6); conferred with Cadwalader, E. Quinlisk, T. Schrage, M. Kopp, G. Knudsen and M. DeMarino re status of license applications (.5); conferred with Puerto Rico with R. Davis (Spanish speaker) (.3).	1,890.60

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6/22/09	RMW	.40	Conferred with A. Clifford of Cadwalader re colleagues access to joint venture agreements and material contracts (.2); e-mailed M. Dovorany of GM to get Cadwalader attorneys data room access (.2).	109.60
6/22/09	MXD	10.90	Completed state application with name change and drafted letters to state agency re same (2.7); compiled answers to questions submitted by Cadwalader re requirements of applications and telephone conference with Cadwalader and E. Quinlisk re same (2.3); met with E. Quinlisk re MI requirements for Corporate License plates and researched same (.8); conferred with state agencies re liability issues for non-compliance and edited charts re information acquired from new conversations and states not reached before (1.4); compiled representative application information and completed same (.9); met with E. Quinlisk re state facility zoning requirements for manufacturer applications (1.2); compiled GM brochures for various product lines as part of requirements for state applications (.7); completed applications with NGMCO name (.9).	2,986.60
6/22/09	ZLSX	5.00	Met with N. Berger re status of transaction and assignments to complete and followed up re same (.5) updated checklists and document tracking worksheets (3.5); began preliminary drafting of deeds and transfer tax forms for several properties (1.).	750.00
6/22/09	NHB	5.50	Reviewed and revised several closing checklists (.3); reviewed and revised transfer tax calculations and document indexes (.7); developed additional tracking checklists and documents (1.2); continued deed and transfer tax form drafting, review and revisions (2.3); attended status meeting with F. Eichenlaub and assignment meetings with Z. Sorman (1.).	1,430.00
6/22/09	MLW	2.00	Reviewed M. Hill e-mail re GM LLC and GM Corporation 50 State name reservations (.1); multiple telephone conferences with CT Corporation re same (.3); reviewed CT Corporation e-mail and charts re same (1.); prepared e-mail to M. Hill re analysis of same (.6).	520.00

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6/22/09	RADX	.30	Met with V. Slosman re Puerto Rico Distributor License (.2); telephone conference with Office of Distributor License in Puerto Rico (.1).	45.00
6/23/09	DRM	2.90	Prepared for and attended telephone conference with M. Millikin and A. Valukas re current status of licensing (.3); prepared for and attended daily workstream closing call with J. DaMour et al. (1.); reviewed memorandum from J. Gromacki transmitting summary of Creditors' Committee discussions (.2); reviewed objections of US Treasury to Evercore and Alix Partners retention motion and memorandum to J. Gromacki re same (1.); reviewed memoranda from N. Pierce re GM docket update and update in Chrysler case (.4).	2,224.30
6/23/09	ELG	5.00	Reviewed updates from P. McCarroll re subdivision property issues and related telephone conference (.3); reviewed e-mail update from D. Berz re possible Asset Purchase Agreement changes (.2); participated in telephone conference with P. McCarroll, B. Schmidt and WFG re leased properties at issue and operator status changes (1.); evaluated new letters requested by P. McCarroll re final operator and owner changes (.3); responded to T. Conway re subdivision property issues and telephone conference scheduled (.3); telephone conference with P. McCarroll re enforcement risks for GM management briefing and support needed (.4); reviewed and revised briefing and updated P. McCarroll (.5); conferred with D. Horvath re update on property transfer issues (.3); conferred with P. McCarroll re enforcement issues with untimely transfer (.4); met with P. Boye-Williams re open permit issues, financial assurance and operator concerns (.5); evaluated operator issues and different approaches at each site (.8).	2,900.00
6/23/09	RLG	2.00	Attended daily workstream closing call with J. DaMour et al. (.5); updated re developments re closing of review issues re deal structure (1.); e-mailed D. Berz re status (.5).	1,350.00

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6/23/09	DIR	7.50	Attended daily workstream closing call with J. DaMour et al. (1.); telephone conference with Cadwalader re Transition Services Agreement/MLA (2.); telephone conference with Cadwalader re closing checklist (2.3); revised master lease (2.2).	5,062.50
6/23/09	ARV	.30	Telephone conference with M. Millikin and D. Murray re current status.	243.90
6/23/09	MJR	3.40	Attended daily workstream closing call with J. DaMour et al. (1.5); worked on due diligence requests re splinter unions and individual agreements (.5); telephone conference with M. Pieroni and M. Holdsworth re same and office conference with . Ling and J. Wenell re same (.5); reviewed and commented on Master Purchase and Sale Agreement amendments (.4); office conference with M. Wolf re 1114 Committee issue and reviewed G. Burns e-mail re same (.5).	1,955.00
6/23/09	DSH	7.90	Attended daily workstream closing call with J. DaMour et al. (1.8); reviewed Master Lease Agreement and Transition Services Agreement (1.5); worked on real estate matters re closing (3.); telephone conference with counsel for US Treasury re real estate matters (1.6).	3,950.00
6/23/09	WLS	.10	Conferred with M. Renaud re retiree welfare plan issues.	76.70
6/23/09	JFC	1.50	Telephone conferences with Transition Services Agreement working group re Transition Services Agreement, schedules and services issues and worked on same (.3); attended daily workstream closing call with J. DaMour et al. (1.2).	750.00

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6/23/09	STL	4.50	Reviewed memoranda and materials re revised Master Purchase and Sale Agreement and disclosure schedules (.8); prepared memoranda and materials re same (.6); office conferences with M. Renaud and J. Wenell re same (.6); reviewed memoranda and materials re settlement agreements (.5); reviewed memoranda and materials re 1114 retiree committee motions (.3); reviewed memoranda and materials re transition services (.4); office conferences with M. Harrison re same (.1); reviewed memoranda and materials re Unsecured Creditors' Committee benefit issues (.4); reviewed memoranda and materials re US Treasury benefit issues (.8).	2,466.00
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6/23/09	EGQ	16.20	Attended daily workstream closing call with J. DaMour et al. (1.3); office conference with J. Gromacki, D. Murray and M. Wolf re licensing and dealer issues (.4); office conference with M. Kopp re licensing (.3); telephone conference with M. Kopp and various state agencies re licensing issues (KS, NE, IA, MO) (1.1); office conference with M. DeMarino re same (.3); telephone conference with M. DeMarino and various state agencies re licensing issues (LA, ME) (.6); telephone conference with V. Slosman and various state agencies re licensing issues (OK, PA) (.7); office conference with T. Schrage re licensing issues (.3); office conference with G. Knudsen re licensing issues (.3); reviewed and commented on licensing materials (1.8); telephone conference with J. DaMour, G. Velez and J. Hater re applications and open items (.8); office conferences with M. Wolf re various issues (.2); office conference with J. Gromacki (.3); telephone conference with J. Langston re licensing issues (.6); reviewed open items (.8); telephone conference with J. DaMour, G. Velez, J. Hater, G. Patti, J. Langston, D. Markowitz, S. Malik and others re open items and process considerations (1.2); telephone conferences with J. DaMour, D. Gerard and others re information necessary for applications (.8); telephone conference with J. DaMour, A. Geier and others re bonds and insurance matters (.4); multiple office conferences with M. DeMarino, G. Knudsen, M. Kopp, T. Schrage and V. Slosman re licensing matters (1.1); multiple telephone conferences with W. Miller re authorized rep applications and process (.9); reviewed bond request information (.8); reviewed and corresponded re issues (1.2).	7,533.00
6/23/09	TM	2.00	Conferred with M. Wolf, P. Rosenbaum, S. Han and Weil Gotshal re Colmotores (.8); reviewed consent-related documents (1.2).	1,100.00

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6/23/09	MST	3.20	Attended daily workstream closing call with J. DaMour et al. (.9); conferred with M. Wolf re executory contract issues (.3); conferred with M. Harrison re Transition Services Agreement issues (.2); e-mailed M. Harrison re follow-up questions (.3); conferred with M. Wolf, Weil Gotshal and client re modifications to assumption and rejection provisions (.6); attended follow-up conference with D. Batterson and M. Harrison re incorporating same into Transition Services Agreement (.6); conferred with P. Rosenbaum re Transition Services Agreement comments re leases (.3).	1,840.00
6/23/09	FJE	11.30	Office conferences with E. Jarmusz re releases, form documents and execution requirements (1.3); office conference with N. Berger re releases and signature blocks (.4); e-mailed N. Berger, real estate workstream and bankruptcy workstream re signature blocks (.4); drafted list of issues and e-mailed V. Pacione re same and sent list of issues to GM (1.); revised checklist (.4); reviewed Fairfax site and drafted e-mail to H. Milewski and D. Homic Hoge re same (.2); e-mailed T. Cassino and E. Jarmusz re releases and US Treasury signature blocks (.5); revised Employee Matters Agreement lease to incorporate creditor comments and blacklined and circulated to working group (.8); coordinated telephone conference re closing mechanics (.1); e-mailed N. Berger re Irving, Texas lease (.2); revised Renaissance Center lease, blacklined against form and reviewed and made additional revisions (2.); telephone conference with E. Jarmusz re liens and reviewed correspondence re same (.5); drafted ROFR waiver for Oakland Truck Center and sent to D. Horvath to review (.8); office conference with N. Berger re PA and e-mailed D. Resnick re same (.3); coordinated telephone conference re closing issues (.2); e-mailed T. Cassino, L. Smith, D. Resnick and E. Jarmusz re liens and mortgages (1.); reviewed and revised access agreement and sent same to D. Horvath to review (1.2).	4,644.30

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6/23/09	DEB	7.00	Attended daily workstream closing call with J. DaMour et al. (.8); conferred with J. Kimbel, others from GM team and J&B team members to review Unsecured Creditors' Committee comments on Transition Services Agreement and schedules thereto (1.5); conferred with GM, Weil Gotshal and J&B working groups re contract related transition services (.5); prepared revised Transition Services Agreement and schedules, including review and analysis of Unsecured Creditors' Committee comments thereto (3.9); conferred with M. Harrison re same (.3).	4,025.00
6/23/09	MTW	7.50	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with counsel to US Treasury re amendments and followed up re same (1.8); conferred with Weil Gotshal re executory contracts and followed up re same (1.6); reviewed and revised product liability language and conferred re same (1.); conferred re GMAC language (.6); e-mailed re updates to schedules (.4); conferred with J. DaMour, A. Segovia, L. Buonomo and others re various issues (1.1).	3,900.00
6/23/09	BRB	5.50	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with C. Abbott re governance and Registration Rights Agreement matters (1.); conferred with B. Cooper re registration rights issues (.4); conferred with A. Larin re stockholders agreement matters (.4); reviewed stockholder agreement (1.); reviewed and revised Registration Rights Agreement and conferred with C. Abbott re same (1.7).	3,014.00
6/23/09	JPG	10.10	Attended daily workstream closing call with J. DaMour et al. and followed up re same (1.1); reviewed and commented on proposed amendment to Master Purchase and Sale Agreement (2.0); reviewed and commented on TSA and schedules (2.0); various teleconferences re governance issues (1.1); met with bankruptcy team re issues re sale order (1.0); reviewed and commented on sale order (1.9); attended to other implementation issues, including regarding permits and licenses (1.0).	7,191.20

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6/23/09	CXA	7.20	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with J. Shuman, B. Boch, B. Cooper and A. Larin re various issues re Equity Registration Rights Agreement and Stockholders Agreement (2.5); reviewed and provided comments on Equity Registration Rights Agreement drafts, coordinated distribution to client and followed up with B. Boch re same (3.5); coordinated telephone conference re Stockholders Agreement (.2).	3,240.00
6/23/09	AP	2.20	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with client re open issues (1.2).	1,144.00
6/23/09	GMD	7.40	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with M. Wolf re closing process and open tax items (.5); conferred with D. Houlf, K. Walny and others re query from unsecured creditors re certain tax liabilities of transferred subsidiaries and interpretation of original Master Purchase and Sale Agreement (1.5); reviewed sales tax order and related motion filed in court (.3); conferred with S. Goldring, C. Kimball and others re possible change in timing for conversion of purchaser entity (3.5); reviewed and conferred with B. Herzog and others certain tax clarifying language proposed by him (.6).	3,848.00
6/23/09	PLB	4.40	Reviewed charts re new facilities (.4); prepared for financial assurance telephone conference (.5); participated in financial assurance telephone conference (1.9); reviewed e-mail from real estate re environmental liens and evaluated same (.4); reviewed and updated master permit chart for transferring facilities based on new facilities list (.4); office conference with L. Grayson re status of various environmental matters associated with Section 363 sale (.6); e-mailed T. Kline re list of sites to be leased to NewCo (.1); reviewed e-mail from F. Eichenlaub re status (.1).	1,685.20

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6/23/09	VMP	8.50	Updated post-filing real estate closing checklist (.8); corresponded with landlord's attorney re revisions to lease amendments for SPO IV warehouse portfolio (.5); revised leases amendments for SPO IV warehouse portfolio (.8); conferred with landlord's attorney re SPO I warehouse portfolio (.5); drafted lease amendments for five sites in SPO I warehouse portfolio (1.5); conferred with J. Smolinsky and R. Berkovich at Weil Gotshal re Willow Run Airport lease amendment (.5); telephone conference with J&B real estate team and Cadwalader real estate team re closing checklist issues and items in Master Purchase and Sale Amendment (1.7); drafted revised real estate language for Master Purchase and Sale Agreement amendment (1.2); reviewed updated disclosure schedules to Master Purchase and Sale Agreement (1.).	3,255.50
6/23/09	TWM	.70	Reviewed and analyzed amendment to Master Purchase and Sale Agreement re assumption of liabilities (.3); conferred with P. Harris re same (.4).	306.60
6/23/09	PLH	2.00	Reviewed and commented on proposed language in closing documents re assumed and retained liabilities and conferred with M. Hill and T. Myrianthopoulos re same.	876.00
6/23/09	ASN	2.20	Researched state licensing for issues related to Section 363 transaction.	745.80
6/23/09	MCF	1.70	Revised Equity Registration Rights Agreement (1.5); corresponded with C. Abbott re same (.2).	484.50

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6/23/09	MQH	16.00	Reviewed summary of limited liability company transfer restrictions (2.7); reviewed name reservation documents (.5); reviewed and revised amendment to Master Purchase and Sale Agreement to reflect products liability revisions and various other comments from the client and comments from M. Wolf (5.3); reviewed necessary documentation for all domestic entity transfers (2.5); reviewed discrepancies in financing schedules against Master Purchase and Sale Agreement schedules (1.); prepared and revised side letter re excluded real property (1.); reviewed and revised schedules to reflect changes to the asset and liability schedules and discussed same with M. Wolf (3.).	4,560.00
6/23/09	PHR	2.70	Conferred with GM team, J&B team, Weil Gotshal team and Cadwalader team re Section 363 punch list, including items related to international entity transfers (.5); met with T. Monson re comments to Hitchiner letter agreement and Isuzu cover letter (.6); edited and revised same and sent to S. Han for review (.8); conferred with S. Han, members of LAAM team, Weil Gotshal team, T. Monson and M. Wolf re staggered closing for Colmotores (.8).	769.50

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6/23/09	MEH	7.20	Reviewed comments to Transition Services Agreement from counsel to Unsecured Creditors' Committee and draft summary (.8); revised Transition Services Agreement per comments from D. Horvath (.3); organized correspondence (.4); telephone conference with client re comments from counsel to unsecured creditors (1.); conferred with D. Batterson re possible Transition Services Agreement revisions (.3); e-mailed and conferred with client re splinter union benefit services in Transition Services Agreement (.8); e-mailed M. Terrien re bankruptcy procedures related to supply contract Transition Services Agreement service (.4); conferred with client re Transition Services Agreement executory contract services (.7); conferred with D. Batterson re changes to Transition Services Agreement (.5); revised Transition Services Agreement and forwarded to J&B team for review (1.); conferred with J&B team re revised Transition Services Agreement team and revised agreement per comments (1.).	1,972.80
6/23/09	TRF	.30	Corresponded with M. Hill and K. Walters re transfer of GM-owned distributors.	123.30

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6/23/09	DKA	16.90	Attended daily workstream closing call with J. DaMour et al. (.9); corresponded with A. Larin re organizational structure (.1); participated in telephone conference with T. Knapp, J. Harshaw and O. Lysak re FSA regulatory filings (1); retrieved information and corresponded with J. Feinberg and O. Lysak re information for OCC and FSA filings and conferred with T. Knapp re same (2.9); corresponded with Cadwalader re FSA filings and followed FOIA procedures for same (.7); corresponded with and forwarded information to J. Feinberg re FSA and OCC filings (.7); conferred with J&B subject matter experts re additional comments to First Amendment to Master Purchase and Sale Agreement (1.8); incorporated changes from First Amendment into amended and restated Master Purchase and Sale Agreement (1.9); reviewed and edited revised Amended and Restated Master Purchase and Sale Agreement and conferred with M. Wolf re same (3.2); reviewed and incorporated comments to Master Purchase and Sale Agreement from V. Pacione and M. Wolf (.9); circulated Amended and Restated Master Purchase and Sale Agreement, Sellers' Disclosure Schedule and exhibits to Cadwalader, GM, Weil Gotshal and J&B personnel (.9); conferred with V. Pacione re real estate issues (.4); coordinated review of Amended and Restated Master Purchase and Sale Agreement with A. Otto-Classon and incorporated her changes (.5); conferred with M. Harrison re Section 6.6(a) (.4); reviewed Master Purchase and Sale Agreement for references to date hereof and conferred with M. Wolf re same (.6).	4,630.60
6/23/09	MPS	3.60	Attended telephone conference re financial assurance (1.8); reviewed documents in advance of and prepared for same (.5); received assignment re comparison of parcel charts from P. Boye-Williams (.2); compared parcel charts (1.); conferred with P. Boye-Williams re same (.1).	986.40
6/23/09	MZR	4.30	Attended daily workstream closing call with J. DaMour et al. (1.); revised amendment to Master Purchase and Sale Agreement (3.3).	1,646.90

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6/23/09	HDM	1.70	Reviewed objections to Section 363 sale motion re successor liability claims (1.); reviewed pleadings (motions and objections) re appointment of additional unsecured creditor committees and appointment of future claims representatives (.7).	892.50
6/23/09	DWH	5.80	Followed up with B. Lister-Tait and dealership team on missing ownership information (.6); conferred with GM re ownership structure and transferability of IUE-GM (1.2); conferred with B. Lister-Tait, J. Forlenza and V. Schuster to verify ownership of various entities (1.); conferred with A. Otto-Classon re LLC transferability issues and verified list of LCCs/LPs/Trusts needing due diligence (.7); conferred with V. Schuster, Loh, K. Walters, B. Lister-Tait and J. Braun re transferability (1.3); met with diligence team for transferability issue re non-incorporated entities (1.).	1,589.20
6/23/09	EMJ	9.00	Reviewed title for Bedford residential sites and created due diligence checklists (1); email to L. Brennan (GM) re Sayville vesting deed (.2); email with P. Boye-Williams re Ypsilaniti Vehicle Center (.3); met with F. Eichenlaub re assignment drafting Unsecured Creditors' Committee/Mortgage releases (.7); reviewed lien and 363 chart to determine incomplete properties (2); met with F. Eichenlaub re Saginaw parcel split/legal description and reviewed parcel split legals (.5); reviewed AHI title commitments and lien searches (3.5); began draft of release tracking chart (.8)	2,466.00

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6/23/09	GSK	10.70	Telephone conference with Indiana re liability and licensing local facility (.4); began zoning forms for local manufacturing facilities (.4); retrieved and organized all representatives e-mail and state applications to be sent (.4); telephone conference with UT re liability issues (.3); drafted summary of all outstanding information and all attachments required (1.5); prepared for GM and Cadwalader call re licensing applications and attended same (2.5); worked on applications to get resigned (.9); prepared representative applications (.2); conferred with E. Quinlisk and licensing group re next steps for licensing applications and any open issues (1.3); reviewed and responded to licensing e-mail from E. Quinlisk re licensing applications (.7); updated liability chart (.5); updated applications with edits from new information received (1.6).	2,931.80
6/23/09	MRK	10.70	Telephone conference with KY re liability and licensing local facility (.4); began drafting new KY license application for local Bowling Green facility (.4); retrieved and organized all representatives e-mail and the state applications to be sent to them (.4); telephone conference with NE re liability issues (.3); reviewed and responded to e-mail from W. Miller re state application missing information and reviewed new information (.3); drafted summary of all information still missing and all attachments required (1.2); prepared for GM and Cadwalader call re licensing applications and attended telephone conference re same (2.5); reworked applications in order to get resigned (.9); prepared representative applications for W. Miller (.2); conferred with E. Quinlisk and licensing group re next steps for licensing applications and any open issues (1.3); reviewed and responded to e-mail from W. Miller re open issues (.6); reviewed and responded to licensing e-mail from E. Quinlisk, licensing group, and GM/Cadwalader filtered through E. Quinlisk (.7); updated liability chart (.5); updated applications with edits from new information received (1.).	2,931.80

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6/23/09	DBM	4.00	Prepared for and participated in telephone conference with Cadwalader (1.1); reviewed dealership stockholder agreements (1.3); checked for consents to transfer subsidiaries (.8); correspondence re stockholder agreements for dealerships (.1); tracked down governing class for transferred entities (.1); reviewed and responded to e-mails (.6).	1,096.00
6/23/09	ACO	6.40	Conferred with D. Higginbotham re updates re GMAC and joint venture entities re transfer of interest (.1); reviewed various governing documents for reference to additional documents needed to review to determine transfer of interest requirements (1.4); reviewed LLC agreement of GMETR Trade Receivables LLC for transfer requirements and conferred with D. Higginbotham re same (.8); conferred with D. Higginbotham re needed documents to review for transfer requirements and possible need for bylaws for same (.3); drafted step-by-step analysis of necessary actions and documents to transfer interests (.2); reviewed draft Amended and Restated Master Purchase and Sale Agreement by comparing redlines of changes to ensure conformity and checking cross references (3.4); drafted FOIA letter for distribution of draft Amended and Restated Master Purchase and Sale Agreement and Sellers' Disclosure Schedules (.2).	1,753.60
6/23/09	TFS	8.00	Conferred with state regulators and prepared application materials for manufacturer and distributor licensing (4.5); conference with Cadwalader and US Treasury re outstanding licensing issues (2.3); compiled information for list re outstanding licensing issues (1.2).	2,192.00
6/23/09	VKS	12.90	Conferred with states to set up time for discussions with directors re outstanding issues (1.5); conferred with OK deputy director re Oklahoma licensing (.2); drafted and edited list of outstanding requirements for license applications (3.4); conferred with E. Quinlisk re upcoming call with GM and US Treasury (.3); conferred with GM and US Treasury re needed information to submit applications (2.3); conferred with F. Berry re bonding requirements for license applications (.4); edited applications (4.8).	3,534.60

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6/23/09	RMW	.90	Telephone conference with S. Han of GM, A. Clifford of Cadwalader and C. Ramachandran re background information on joint venture agreements and obtaining material contracts for Cadwalader's review (.7); conferred with I. Perheentupa of Weil Gotshal re getting Cadwalader all material contracts (.2).	246.60
6/23/09	JXW	4.50	Prepared FOIA documents for splinter union settlement agreements (1.); conference with M. Renaud and S. Ling re outstanding issues and followed up re same (1.); corresponded with J. Machak re individual employment agreements (.7); prepared ATIA documentation for individual employment agreements to send to Industry Canada (1.8).	1,233.00
6/23/09	IF	1.30	Participated in telephone conference with Promark and C. Chance re FSA approval (1.); conferred with T. Knapp re same (.3).	356.20

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6/23/09	MXD	12.90	Telephone conference with E. Quinlisk and J. DaMour re state filing requirements missing and followed up re same (2.5); telephone conference with F. Berry re bond requirements (.9); edited and completed bond request forms and e-mailed F. Berry same (.6); drafted Power of Attorney for bond issuance and met with E. Quinlisk re same (.3); edited same and e-mailed to J. Livingston (Cadwalader) (.4); drafted certification for manufacture, noise abatement certification and certification for financial statements (1.); conferred with state agencies re same (.5); met with E. Quinlisk re same (.5); edited same and e-mailed to Cadwalader and US Treasury (.9); multiple telephone conferences with F. Berry re proof of workmen's compensation insurance and bond rider re same (.9); completed rep forms and e-mailed same to E. Quinlisk (.6); compiled missing application required information (.8); e-mailed W. Miller re MD rep information and list of franchise dealers (.6); edited GM letter, US Treasury letter and cover letter to state agencies and met with E. Quinlisk re same (.5); edited same (.5); drafted letter to HI re noncompliance with application (.5); conferred with HA agency and met with E. Quinlisk re same (.2); edited same (.3); conferred with state agency re preferred method of supplementing deficient applications (.4).	3,534.60
6/23/09	ZLSX	9.50	Met with N. Berger re status of transaction and assignments to complete and follow-up re same (.4) updated checklists and document tracking worksheets (2.); prepared additional reference material of recording differences by state (1.4); updated preliminary drafts of deeds and transfer tax forms for several properties (5.7).	1,425.00

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6/23/09	NHB	8.00	Attended several department status and assignment meetings (1.); continued review and revisions of closing checklists (.4); continued review of transfer tax and document indexes (.3); continued review of tracking checklists and development of additional charts, notes and checklists (.8); continued deed and transfer tax form drafting (1.9); continued legal description drafting, review and revisions (2.6); conferred with and e-mailed title company re transfer tax issues and recording of bankruptcy court order and follow-up re same (1.).	2,080.00
6/23/09	MLW	2.50	Met with M. Hill re GM LLC 50 State name reservation project (.2); multiple telephone conferences with CT Corporation re logistics for same (1.); prepared state forms re same (1.); prepared e-mail to M. Hill attaching copies of same (.3).	650.00
6/23/09	RADX	.30	Telephone conference with licensing office in Puerto Rico re manufacturing license process.	45.00
6/24/09	DRM	4.90	Attended daily workstream closing call with J. DaMour et al. (2.); telephone conference with J. DaMour, E. Quinlisk, et al. re status and next steps re licensing and franchising within various states (.8); reviewed memoranda from D. Anna re Amended and Restated Master Purchase and Sale Agreement, schedules and related materials (.5); reviewed memorandum from L. Pauquette re DIP financing (.2); memoranda to and from M. Terrien and telephone conference with P. Trostle re preparation for hearing before Judge Gerber and reviewed agenda re same (.8); reviewed supplemental declaration filed by AP Partners and memorandum to and from J. Gromacki re same (.6).	3,758.30

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6/24/09	ELG	5.60	Reviewed update from B. Schmidt on leased/idled sites and responded to same (.3); conferred with P. McCarroll re same (.2); telephone conference with D. Horvath re latest MLA listing requested by GM (.2); participated in telephone conference with GM re subdivision property issues (1.); drafted change of operator status letter (.4); revised draft operator letter (.3); updated D. Horvath on MDEQ liens (.2); reviewed new information on liens management per DIP and P. McCarroll's direction (.4); reviewed amended Master Purchase and Sale Agreement and disclosure schedules and responded to D. Anna re environmental comments (.2); responded to D. Berz re GM's decision on management of MDEQ liens (.3); extended telephone conference with P. McCarroll and B. Schmidt re operator status, SPO and separation property issues (1.); responded to AZ issues re notice letters (.1); telephone conference with P. McCarroll re operator change draft letters (.5); worked on same and strategy for short term sites (.3); reviewed IDEM permit transfer issue (.2).	3,248.00
6/24/09	RLG	1.50	Reviewed amended and restated Master Purchase and Sale Agreement and revised settlers' disclosure schedule (.8); updated Delphi environmental assurance issues (.7).	1,012.50
6/24/09	DIR	7.00	Attended daily workstream closing call with J. DaMour et al. (1.8); participated in Renaissance Center telephone conference with client and Cadwalader (2.); reviewed and revised various real estate documents including master leases (3.2).	4,725.00
6/24/09	ARV	.30	Reviewed e-mail and telephone conference with M. Millikin.	243.90
6/24/09	MJR	.30	Worked on splinter union due diligence and schedules and reviewed e-mail re same.	172.50

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6/24/09	DSH	8.70	Reviewed schedules prepared by GM re mechanics' liens (.5); telephone conference with T. Conder, D. Elson and D. Clevenger re mechanics' liens (1.); reviewed Master Purchase and Sale Agreement and Transition Services Agreement (2.5); worked on real estate matters re sale transaction (.5); participated in telephone conferences re Master Purchase and Sale Agreement and Transition Services Agreement (2.); telephone conference with L. Smith, F. Eichenlaub and title company re closing logistics (1.7); reviewed leases and lease amendments (.5).	4,350.00
6/24/09	WLS	.50	Worked on Kramer and Levin benefit comments.	383.50
6/24/09	JFC	1.50	Attended daily workstream closing call with J. DaMour et al.	750.00
6/24/09	STL	5.50	Reviewed memoranda and materials re revised Master Purchase and Sale Agreement and disclosure schedules (1.3); prepared memoranda and materials re same (.6); reviewed memoranda and materials re US Treasury benefit issues (1.1); telephone conferences with M. Pieroni and M. Renaud re same (.3); prepared memoranda and materials re same (.2); reviewed memoranda and materials re transition services (.8); telephone conference with M. Pieroni re same (.1); conferred with Transition Services Agreement workstream re same (.8); reviewed memoranda and materials re Unsecured Creditors' Committee benefit issues (.3).	3,014.00

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6/24/09	EGQ	16.40	Reviewed and corresponded re licensing matters (.7); office conference with J. Gromacki and M. Wolf (.4); telephone conference with working group re status (1.3); telephone conference with working group re entity conversion (.5); telephone conference with J. Langston re licensing and scheduling issues (.5); telephone conference with M. Martin re licensing and scheduling issues (.3); telephone conference with J. Krons re licensing and scheduling issues (.4); multiple office conferences with M. DeMarino, G. Knudsen, M. Kopp, T. Schrage and V. Slosman (1.7); telephone conferences with D. Wenner re zoning issues (.8); telephone conferences with W. Miller (.9); telephone conferences with J. DaMour, J. Hater, G. Velez and others re open items on licensing applications (1.2); office conferences with T. Failor re same (.4); office conference with M. Ressler re review of applications (.3); reviewed and commented on applications (1.3); telephone conference with R. Bratley re financials (.3); telephone conference with R. Bratley and Evercore re same (.3); reviewed information submissions (.8); telephone conference with G. Velez re licensing issues (.4); telephone conference with CT (.2); office conference with M. Whitchurch re various issues (.4); office conference with J. Gromacki re status and timing (.3); office conference with M. Wolf re Saturn of Harlem (.2); reviewed and revised applications (1.2); coordinated filings with working group (1.2); telephone conferences with D. Gerard re facility inspections (.2); drafted and corresponded re same (.2).	7,626.00
6/24/09	TM	2.10	Attended telephone conference re Isuzu (.8); telephone conference re NUMMI (.8); reviewed consent-related documents (.5).	1,155.00
6/24/09	MST	3.60	Reviewed and commented on changes to Master Purchase and Sale Agreement (1.6); attended daily workstream closing call with J. DaMour et al. (1.5); reviewed and commented on changes to Transition Services Agreement schedule (.5).	2,070.00

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6/24/09	FJE	9.00	Office conference with real estate team re status (1.7); office conference with D. Resnick and drafted e-mail to group re Renaissance Center lease (.5); office conference with V. Pacione re Renaissance Center lease (.1); drafted guaranty of lease and inserted into Employee Matters Agreement lease and circulated same to D. Resnick and D. Horvath to review (1.3); e-mailed T. Conder, L. Smith and N. Berger re ground lease transfer taxes (.3); office conference with N. Berger re status (.1); e-mailed with conferred with E. Quinlisk re licensing requirements (.2); telephone conference with S. Nadolski, L. Smith and D. Horvath re closing logistics (1.4); e-mailed M. Wolf, V. Pacione, D. Resnick and D. Horvath re Harlem dealership and drafted e-mail to T. Conder re same (.4); drafted RecCen lease, blacklined against form and sent to D. Horvath and D. Resnick to review (2.); revised subdivision lease to incorporate T. Cassino's comments, blacklined and sent same to T. Cassino to review (.5); reviewed transfer tax spreadsheet and e-mailed D. Garcia re same (.2); drafted e-mail to and telephone conference with E. Jarmusz re memoranda of lease (.2); coordinated telephone conference re closing logistics (.1).	3,699.00
6/24/09	DEB	7.90	Prepared schedules to Transition Services Agreement (4.4); attended daily workstream closing call with J. DaMour et al. (1.5); telephone conference with GM team and J&B team re various Transition Services Agreement open items (1.5); telephone conference with GM team, Weil Gotshal team and J&B team re lease (personal property) related issues (.5).	4,542.50

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6/24/09	MTW	13.60	<p>Attended daily workstream closing call with J. DaMour et al. (1.); telephone conference with unsecured creditors and followed up re same (1.5); telephone conference re potential structure change resulting from foreign tax savings opportunity and followed up re same (1.); telephone conference with D. Batterson, M. Harrison, J. Kimball and others re Transition Services Agreement and followed up re same (1.); telephone conference re state franchise tax issues (1.8); reviewed and revised amendment and restated Master Purchase and Sale Agreement and disclosure schedules and conferred re same (5.2); conferred with J. DaMour, A. Segovia, G. Davis and others re various issues (2.1).</p>	7,072.00
6/24/09	BRB	7.50	<p>Reviewed Registration Rights Agreement (.5); attended daily workstream closing call with J. DaMour et al. (1.5); reviewed and revised stockholders agreement (1.7); conferred with A. Larin, Weil Gotshal and J&B re registration rights and stockholders agreement issues (.4); conferred with C. Abbott re same (.6); reviewed latest draft of Asset Purchase Agreement (2.2); reviewed summary of transaction documents for inclusion in FSA filing (.6).</p>	4,110.00
6/24/09	JPG	12.30	<p>Met with E. Quinlisk re permit and license issues and related matters (.8); conferred with tax team re holding company restructuring (.7); attended daily workstream closing call with J. DaMour et al. (1.5); conferred with Cadwalader and GM re name issues and permit/license process (.7); followed up re permit and license issues (1.); conferred with R. Young and others at GM re holding company structure (1.); conferred with working group re governance matters and related follow up (1.2); revised and distributed Registration Rights Agreement (1.); reviewed and commented on stockholders agreement (1.); reviewed and commented on summary outline of Master Purchase and Sale Agreement changes (1.); worked on other matters re Section 363 sale transaction (1.6); corresponded with Weil Gotshal re process matters and related follow up (.8).</p>	8,757.60

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6/24/09	CXA	6.10	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed revised draft of Master Purchase and Sale Agreement (.5); reviewed US Treasury credit agreement (1.); participated in telephone conference with A. Larin, P. Gelsten, D. Ammann, R. Gietz, J. Gromacki and B. Boch re stockholders agreement comments and registration rights comments (.4); reviewed mark-up of stockholders agreement and conferred with B. Boch re same (1.); reviewed revised draft of Registration Rights Agreement and conferred with P. Gyr and others re issues related to same (1.2); followed up on various other matters for closing and reviewed and provided comments on materials for UK regulatory filings (1.).	2,745.00
6/24/09	AP	3.00	Attended daily workstream closing call with J. DaMour et al. (1.5); reviewed revised drafts of sale agreement and disclosure schedules and provided comments re same (1.2); reviewed and responded to e-mail re open issues (.3).	1,560.00
6/24/09	GMD	3.50	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed changes to Master Purchase and Sale Agreement and conferred with B. Herzog of UAW re same (.5); attended telephone conference re delayed conversion of purchaser to LLC and considered impact of from tax perspective relative to letter ruling request for G status and to practical reregistration issues (2.).	1,820.00
6/24/09	PLB	1.40	Reviewed e-mail from L. Grayson and B. Schmidt re status of various environmental matters (.2); evaluated concern raised by B. Schmidt re transfer of facilities with Conditionally Exempt Small Quantity Generator status (.1); reviewed and responded to e-mail from P. McCarroll requesting input re transfer of Arizona air permit (.3); telephone conference with L. Grayson re status (.2); provided further response to request from P. McCarroll re Arizona air permit (.6).	536.20

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6/24/09	VMP	7.80	Telephone conference with D. Resnick, GM real estate and Honigman real estate re Renaissance Center matters and lease (1.); met with D. Horvath re update to schedules to Transition Services Agreement (.8); made real estate revisions to amended and restated Master Purchase and Sale Agreement (1.5); revised lease amendment for SPO I warehouse portfolio (1.); reviewed lease for SPO Worth Forth site and drafted lease amendment (1.2); reviewed lease for site in Miramar, FL and drafted lease amendment (1.5); met with E. Jarmusz re completion of exhibit to Assignment and Assumption of Real Property Leases (.5); corresponded with L. Smith and F. Eichenlaub re Harlem Auto Mall (.3).	2,987.40
6/24/09	JWS	2.40	Telephone conference re stockholders agreement (.4); prepared for same (.3); revised stockholders agreement (.9); e-mailed G. Patti, P. Gyr et al re same (.2); reviewed FSA summary (.4); e-mailed D. Anna re same (.2).	919.20
6/24/09	PLH	2.00	Further reviewed issues re assumption and retention of liabilities.	876.00
6/24/09	ASN	.50	Researched state licensing for issues related to Section 363 sale transaction.	169.50
6/24/09	MCF	.50	Corresponded with deal team re revisions to Equity Registration Rights Agreement.	142.50
6/24/09	MQH	16.30	Attended daily workstream closing call with J. DaMour et al. (1.); prepared various documentation for domestic entity transfers, including consents for third parties for approximately 6-8 entities and reviewed same and attended various telephone conferences with J&B associates and B. Lister-Tait re same (5.); reviewed documents for domestic entity transfers (5.); revised schedules to Master Purchase and Sales Agreement to reflect changes to schedules requested by GM (3.); reviewed required consents under joint venture agreements (1.); prepared and revised letter requesting consent to certain transactions under DIP and Master Purchase and Sales Agreement (1.3).	4,645.50

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6/24/09	PHR	5.10	Conferred with S. Han and other members of GM team re Isuzu and Suzuki consents and related matters (1.); edited and revised Isuzu consent and waiver agreement to incorporate comments from call and reviewed applicable provisions of joint venture agreements with Isuzu (1.5); reviewed and revised Suzuki consent and waiver agreement (1.1); conferred with T. Monson re changes to Isuzu and Suzuki consent agreements (.3); conferred with S. Han and other members of GM team, Weil Gotshal team and T. Monson re NUMMI (.7); conferred with M. Hill re joint venture agreements (.5).	1,453.50
6/24/09	MEH	6.10	Conferred with J&B team re Transition Services Agreement and revised and circulated same to client (.5); conferred with client re Transition Services Agreement (.5); revised same per comments from real estate workstream re Renaissance Center (.5); e-mailed insurance services in Transition Services Agreement (.6); conferred with J. Kimbel and others at GM re current status of Transition Services Agreement and Kramer Levin comments (1.); conferred with D. Batterson, D. Horvath and M Terrien re changes and revised agreement to reflect same (1.); edited and revised Transition Services Agreement and circulated to client (2.).	1,671.40
6/24/09	TRF	7.40	Met with E. Quinlisk re review of license applications (.3); reviewed license applications and coordination of filing (6.7); met with M. Whitchurch re qualifications to do business for new entity (.2); conferred with J. McCabe re bank information (.2).	3,041.40

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Date	Client	Hours	Description	Amount
6/24/09	DKA	12.40	Corresponded with J&B personnel re GM telephone conference (.2); attended daily workstream closing call with J. DaMour et al. (1.1); corresponded with T. Knapp and Cadwalader re information for FSA and OCC filings and stockholders agreement (.9); reviewed and edited FSA form in preparation for regulatory filing telephone conference (1.7); attended telephone conference for FSA and OCC regulatory filings (1.); reviewed and incorporated comments to Master Purchase and Sale Agreement from T. Ling, G. Davis, Cadwalader and V. Pacione (1.3); reviewed Master Purchase and Sale Agreement (1.1); conferred with M. Terrien re executory contracts (.4); corresponded with C. Abbott and B. Boch re Stockholders Agreement for FSA filings (.5); corresponded with J. Feinberg re OCC filings (.5); attended telephone conference with Cadwalader re FSA filings (.7); attended telephone conference with J. Feinberg, T. Knapp and O. Lysak re OCC filings (.7); corresponded with D. Batterson re filing Master Purchase and Sale Agreement and exhibits (.2); drafted Master Purchase and Sale Agreement purchase price summary and reviewed transaction summary for FSA and OCC filings and conferred with T. Knapp re same (1.); corresponded with B. Boch and C. Abbott re FSA summary and reviewed their comments to governance descriptions in FSA filings (.9); corresponded with A. Petravicius and L. Grayson re Master Purchase and Sale Agreement (.2).	3,397.60
6/24/09	MZR	11.50	Attended daily workstream closing call with J. DaMour et al. (1.5); telephone conference with GM and Cadwalader re holding company structure (.5); drafted list of proposed amendments to Master Purchase and Sale Agreement (2.); telephone conference with GM re bonds and sureties (1.); telephone conference with GM, Aon and Liberty re sureties (.8); revised closing checklist (2.5); revised amended and restated Master Purchase and Sale Agreement (2.2); telephone conference re franchise applications (1.).	4,404.50
6/24/09	HDM	.30	Reviewed hearing agenda items and reviewed correspondence re same.	157.50

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6/24/09	DWH	15.20	Prepared for and participated in telephone conference with Cadwalader (1.); reviewed dealership stockholder agreements (2.); checked for consents to transfer subsidiaries (.4); corresponded re GMETR obligations (.4); conferred with GM re transferability of MOCO family (1.); corresponded re stockholder agreements for dealerships (1.); began diligence for transferring corporations and prepared tracking tables for diligence (3.2); finalized ownership determination of outstanding entities (.2); revised transferability diligence table for non-incorporated entities (2.); tracked down governing documents for transferred entities (2.); reviewed and responded to e-mail re same (2.).	4,164.80
6/24/09	EMJ	7.50	Telephone conference T. Condor and D. Horvath re constructions liens (1.); attended closing documents meeting with F. Eichenlaub, V. Pacione and N. Berger (1.); met with Z. Sorman re lien and mortgage checklist for AHI (.3); revised release of mortgage chart (.7); drafted mortgage release for Wayne County, MI (1.8); met with N. Berger re Tonawanda and Pontiac legal descriptions (.2); reviewed title for F Street property, Bedford IN and created due diligence checklist (.5); met with V. Pacione re assignment and assumption of leases, revised same, and began to draft schedules for same (2.).	2,055.00
6/24/09	GSK	12.80	Continued to complete state applications (2.); conferred with E. Quinlisk and licensing group re finalizing applications (.7); telephone conference with Wisconsin re application (.2); telephone conference with GM and Cadwalader re applications (1.); continued finalizing manufacturer and distributor applications for IN, MS, UT, WI, WA, WY and VA (6.1); prepared state agency cover letters and reviewed all e-mail for new information (2.8).	3,507.20

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6/24/09	MRK	16.60	Conferred re MN plates (.2); continued to fill out applications (1.8); conferred with E. Quinlisk and licensing group re finalizing applications (.7); conferred with W. Masters in MO re application (.2); e-mailed and conferred with R. Brately re financial statement for NGMCO, Inc. (.8); conferred with GM and Cadwalader re applications (1.); continued finalizing applications, prepared state agency cover letters and reviewed all e-mail for new relevant information (11.9).	4,548.40
6/24/09	SRM	3.30	Monitored docket re objections and reviewed same (2.1); organized appellate briefs and petitions filed in Chrysler case (1.2).	904.20
6/24/09	DBM	7.50	Reviewed stockholders agreements and added them to entities chart (2.9); attempted to run down transfer issues with IUE-GM through D. Gallant (2.8); completed transfer entities chart (1.8).	2,055.00
6/24/09	ACO	13.90	Drafted step-by-step analysis of necessary actions and documents to transfer interests for various entities (1.9); met with D. Higginbotham, D. Millison and M. Hill re outstanding issues re transfer of interests (2.2); met with M. Hill and conferred re analysis of transfer language and plan to transfer interests (1.3); reviewed governing agreements of various entities for references to other documents (.6); met with D. Higginbotham and D. Millison re review of stockholders agreements (.4); reviewed various stockholders agreements for transfer requirements (2.6); drafted summary of transfer requirements for stockholders agreements (.3); reviewed chart re transfer requirements for stockholders agreements (.4); drafted ATIA Letter to Industry Canada for distribution of closing checklist and distributed ATIA Letter and Closing Checklist (.7); reviewed various e-mail re transfer requirements for various entities (.8); reviewed governing documents for references to certificates and bankruptcy triggers (2.4); reviewed schedules and amendment prepared to accomplish transfers (.3).	3,808.60

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6/24/09	TFS	10.00	Conference with R. Aoki re fingerprint and other requirements for CA (1.3); completed AZ application for manufacturer license (3.5); edited remaining applications (4.4); conferenced with client and US Treasury re outstanding issues (.8).	2,740.00
6/24/09	VKS	17.90	Reviewed and responded to e-mail re licensing applications (.7); conferred with local counsel in Puerto Rico re application (.6); completed bond request forms (1.5); met with E. Quinlisk re preparing applications (.3); conferred with NC re application and bond (.3); prepared applications (4.5); participated in telephone conference with US Treasury and client re items still needed to complete applications (.8); continued to edit and compile applications (9.2).	4,904.60
6/24/09	RMW	3.60	Began reviewing joint venture agreements to determine which agreements require instrument to transfer ownership interest.	986.40
6/24/09	JXW	3.50	Attended daily workstream closing call with J. DaMour et al. (1.6); reviewed revised schedules to Master Purchase and Sale Agreement (.4); telephone conference re Transition Services Agreement (1.); conferred with T. Ling re individual employment agreements to be assumed (.3); reviewed status of open benefit items to be resolved (.2).	959.00
6/24/09	IF	4.60	Participated in FSA telephone conference with C. Chance (.7); participated in status update telephone conference with Promark re contingency plan (.4); participated in OCC telephone conference with K&L Gates (.6); conferred with T. Knapp, G. Davis and Promark re contingency plan (.6); prepared for telephone conferences (.3); researched contingency plans and prepared checklist re same (2.).	1,260.40

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Date	Client	Hours	Description	Amount
6/24/09	MXD	16.10	Drafted instructions to GM re obtaining zoning approval and conferred with state agencies re same (1.); met with E. Quinlisk re same (.2); edited same and sent instructions to GM. (1.); compiled application information including MSO and franchise dealer lists (1.); completed and sent IL and MT applications via overnight delivery (1.); drafted Board resolutions and edited same and met with E. Quinlisk re same (4.1); abstracted lease summary and office conference with E. Quinlisk, M. Kopp, V. Slosman and G. Knudsen re status of applications (.5); revised GM letters and applications letters (.5); telephone conference with W. Miller re compiling list of representatives with manufacturer plates and telephone conference with F. Berry re status of bond issuance (.5); telephone conference with M. Whitchurch re state certification requirements (.9); compiled newly received information re missing application information and telephone conference with W. Miller re same (1.); completed new applications with newly acquired director and officer information (1.2); conferred with E. Quinlisk, W. Miller, J. DaMour and G. Valez re status of completing applications (1.3); conferred with state agencies re status update of applications and confirmed application fees (.9); outlined application costs and payee information and edited RI applications to reflect all GM divisions (1.).	4,411.40
6/24/09	ZLSX	6.20	Met with Section 363 transaction team re status of transaction and assignments to complete and follow up re same (.5) updated lists of mortgages, Unsecured Creditors' Committee filings, judgments and liens per E. Jarmusz (5.7).	930.00
6/24/09	DOG	8.50	Edited release document tracking sheet per E. Jarmusz (1.9); attended daily status meeting (.8); reviewed document CDs for Irving, Texas lease files (.5); revised transfer tax forms (.4); revised individual property checklists (.8); assembled selected transfer tax statutes and searches re same (1.3); revised deed drafts of Ohio sites (1.); revised chart re state tax on stock transfers (.3); revised transfer tax spreadsheets (1.5).	1,275.00

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6/24/09	NHB	9.50	Attended several department status and assignment meetings (1.); continued to review and revise closing checklists (.4); continued drafting and revisions of transfer tax and document indexes and tracking checklists (.3); developed additional charts, notes and checklists (.8); continued deed, transfer tax form and legal description drafting (2.7); reviewed, revised and organized in advance of forwarding drafts (2.3); searched, reviewed and retrieved transfer tax statutes (.9); conferred with title company re open items on transfer taxes, legal descriptions and formatting and followed up with F. Eichenlaub re same (1.1).	2,470.00
6/24/09	MLW	5.80	Office conferences with M. Hill re GM LLC 50 State name reservation project (.3); multiple telephone conferences with CT Corporation re logistics for same and NGMCO, Inc. state qualifications (2.2); revised name reservation forms (.8); prepared e-mail to M. Hill re same (.5); met with E. Quinlisk re state licensing submissions (.5); reviewed and responded to e-mail re same (.8); reviewed filed state qualification evidence (.7).	1,508.00
6/24/09	DRG	4.30	Conferred with R. Wallace re joint venture agreements for various entities (.1); reviewed due diligence list re same (.1); reviewed due diligence summary re same (.3); reviewed and organized documents re same (1.8); conferred with M. Hill re form of stock certificate (.2); prepared form of stock certificate (1.); reviewed and organized documents re production of stock certificates (.7) prepared letter to B. Lister-Tait re form of stock certificates (.1).	1,053.50
6/25/09	DRM	3.90	Attended daily workstream closing call with J. DaMour et al. (1.); memoranda to J. Gromacki et al. re reports on hearing before Judge Gerber (.5); prepared for Section 363 hearing (1.5); memoranda to and from E. Lederman re additional lease rejection motions to be filed and followed up re same (.9).	2,991.30

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6/25/09	ELG	7.00	Reviewed updates from P. McCarroll re permit issues and other open matters related to closing (.3); responded to same (.2); worked on new operator change letters (.5); worked with P. Boye-Williams re: AZ, IN and DE research issues (.3); evaluated IDEM NPDES permit response and strategy for GM responding to same (.8); revised and finalized operator change letters (.3); reviewed PCB issues re notices (.2); reviewed environmental liability issues raised by Attorney General and developed response re Master Purchase and Sale Agreement interpretations (1.2); responded to M. Wolf re same and conferred re follow up issues (.5); reviewed and responded to third party service agreement issues (.3); responded to PCB form issues from GM (.4); met with M. Wolf re Master Purchase and Sale Agreement (.2); worked on Saginaw notice letters (.2); worked with P. Boye-Williams re matter status (.3); updated B. Schmidt re Saginaw notice letter revision (.2); reviewed non-transferable permit issues (.3); responded to information requests from D. Berz re Master Purchase and Sale Agreement and Transition Services Agreement (.3); reviewed update from P. McCarroll re new permit status chart requests (.5).	4,060.00
6/25/09	RLG	1.50	Reviewed e-mail re permit related tasks (.4); reviewed master permits tracking sheets (.5); created list of manufacturers and distributor licenses and related documents (.6).	1,012.50
6/25/09	DIR	4.50	Attended daily workstream closing call with J. DaMour et al. (1.); telephone conference with client, Cadwalader and Weil Gotshal re closing logistics (2.); reviewed various closing documents (1.5).	3,037.50
6/25/09	MJR	7.80	Attended daily workstream closing call with J. DaMour et al. (1.); worked on due diligence requests and telephone conferences with E. Risko and E. Oster re same (1.3); worked on closing matters and changes to Master Purchase and Sale Agreement amendments and related schedules and conferred re same (5.5).	4,485.00

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6/25/09	DSH	7.10	Worked on real estate matters re Section 363 sale transaction including reviewing and revising the lease agreements and the Transitions Services Agreement (2.); reviewed lien schedules and supporting documents (2.1); reviewed Master Purchase and Sale Agreement (2.1); reviewed schedules to Transition Services Agreement (.7); telephone conferences with client re lien issues (.2).	3,550.00
6/25/09	WLS	.70	Reviewed Cadwalader's benefit revisions (.5); conferred with M. Renaud re Cadwalader and KL comments (.2).	536.90
6/25/09	MHM	2.20	Reviewed docket for motions, supplements and relevant objections to sale motion for court hearing preparation for D. Murray (1.8); reviewed docket and agenda for additional matters up for hearing on 6/30 (.4).	572.00
6/25/09	JFC	3.00	Attended daily workstream closing call with J. DaMour et al. (1.); conferred with L. Khammy re El-Mo III issues and reviewed correspondence and e-mailed re same (.5); participated in Transition Services Agreement and schedule telephone conference (1.5).	1,500.00
6/25/09	STL	9.50	Reviewed memoranda and materials re comments to Master Purchase and Sale Agreement and schedules (4.7); office conferences with W. Scogland, M. Renaud, M. Hill, D. Anna and J. Wenell re same (1.1); prepared memoranda and materials re same (2.5); reviewed memoranda and materials re US Treasury, Canada and unsecured creditor committee benefit issues (.8); office conference with M. Holdsworth, M. Renaud and J. Wenell re same (.4).	5,206.00

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6/25/09	EGQ	17.20	Attended daily workstream closing call with J. DaMour et al. (1.3); telephone conferences with G. Velez and corresponded with S. Goodmurphy re information request (.7); telephone conferences with W. Miller (.8); telephone conferences with D. Gerard and others re inspections (.6); coordinated same (.8); telephone conferences with T. Gallagher re Maryland inspection (.4); reviewed revisions to Master Purchase and Sale Agreement (1.5); telephone conference with M. Hill re same (.3); telephone conference with J. Lines re same (.3); multiple office conferences with internal working group re licensing issues (1.5); office conference with D. Batterson (.2); drafted language for Transition Services Agreement re preservation of licenses (.3); telephone conferences with J. Bliley (.3); telephone conferences with J. Langston (.3); multiple telephone conferences from GM personnel re information requests (1.2); multiple telephone conferences with D. Wenner (.3); multiple telephone conferences with W. Kemp (.4); telephone conference with J. Williams (.2); corresponded re bonds (.3); multiple telephone conferences with Cadwalader re coordinating review (.9); reviewed and commented on applications (1.2); office conferences with M. Ressler re same (.5); office conferences with M. Whitchurch re various issues (.4); reviewed and coordinated filings (.8); telephone conference with working group re licensing efforts (.9); reviewed and commented on warrants (.8).	7,998.00
6/25/09	TM	.70	Telephone conference with P. Rosenbaum, S. Han et.al. re Europe issues.	385.00
6/25/09	MST	3.50	Attended daily workstream closing call with J. DaMour et al. (1.); telephone conference re Transition Services Agreement (1.5); conferred with M. Wolf re Master Purchase and Service Agreement issue (.2); drafted revisions for same (.4); reviewed and commented on Transition Services Agreement schedules (.4).	2,012.50

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Date	Initials	Time	Description	Amount
6/25/09	FJE	11.30	Office conference with real estate team re status (.8); telephone conference with S. Nadolski and N. Berger re Ohio properties (.6); e-mailed T. Conder, H. Milewski and D. Homic Hoge re status issues (1.2); reviewed memorandum of lease and gave comments re same to E. Jarmusz (.4); office conference with D. Horvath and telephone conference with D. Gerard re Pontiac power plant (.5); telephone conference with Cadwalader, GM real estate and real estate team re closing issues and property questions (.8); e-mailed D. Homic Hoge and L. Grayson re Saginaw and telephone conference with L. Grayson re same (.9); drafted language to amendment Master Purchase and Sale Agreement re Saginaw issue (.7); revised leases and circulated (2.); completed review of transfer tax statutes and reviewed chart re same (1.3); updated checklist and telephone conference with V. Pacione re same and sent same to working group (1.); office conference with V. Pacione re subdivision properties (.1); e-mailed P. Boye-Williams, M. Hill and D. Anna re property issues (.4); e-mailed S. Nadolski and T. Cassino re title insurance (.2); telephone conference with D. Horvath re leases (.2); e-mailed N. Berger and Weil Gotshal re Unsecured Creditors' Committee terminations and reviewed same (.2).	4,644.30
6/25/09	DEB	7.50	Attended CT Section 363 sale transaction telephone conference (1.); telephone conference with J. Kimbel, A Segovia and others at GM plus J&B team re Transition Services Agreement and schedules thereto (1.); prepared schedules to Transition Services Agreement (5.5).	4,312.50
6/25/09	MTW	9.90	Attended daily workstream closing call with J. DaMour et al. (1.1); telephone conference re Transition Services Agreement and followed up re same (1.4); telephone conference with J. DaMour, A. Segovia, L. Buonomo and others re potential amendment, reviewed and revised updated summary of changes and followed up re same (3.8); telephone conference re holding company structure and followed up re same (1.6); conferred with J. DaMour, A. Segovia, L. Buonomo and others and e-mailed re various issues (2.).	5,148.00

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6/25/09	BRB	13.80	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed latest draft of Registration Rights Agreement and commented on same (1.5); conferred with P. Gyr re registration rights issues (.3); reviewed Asset Purchase Agreement (1.2); reviewed holding company formation issues (2.); conferred with client and J&B team re same (1.); reviewed latest drafts of charter and bylaws (2.); reviewed Registration Rights Agreement issues (1.5); prepared for signing of revised Master Purchase and Sale Agreement (1.8); reviewed draft of warrant agreement (1.5).	7,562.40
6/25/09	JPG	18.50	Attended daily workstream closing call with J. DaMour et al. (1.); met with E. Quinlisk re manufacturing and distribution licensing issues (1.4); followed up with E. Quinlisk and team re license applications and related issues (1.3); numerous telephone conferences with P. Gelston, A. Larin and S. Worth re fairness analysis and Board presentation (3.5); reviewed issues with P. Gelston (.4); followed up with A. Larin re same (.2); telephone conference re holding company reorganization (1.3); followed up re logistical issues pertaining to holding company structure, including qualification to do business applications (1.); conferred with M. Wolf, S. Worth and others re Master Purchase and Sales Agreement amendments (.5); telephone conference with D. Batterson and working group re Transition Services Agreement revisions (1.2); followed up with Weil Gotshal re sale hearing issues (1.); met with D. Batterson re Transition Services Agreement issues (1.); followed up re various other pre-closing issues (1.8); reviewed amended and restated charter and bylaws, Registration Rights Agreement and stockholders agreement and provided comments re same (2.); conferred with S. Worth re fairness analysis (.4); telephone conference re licensing issues (.5).	13,172.00

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6/25/09	CXA	4.20	Attended daily workstream closing call with J. DaMour et al. (1.); revised language for U.K. banking consent application and e-mailed D. Anna re same (.5); reviewed and followed up with W. Tolbert and B. Boch re revised Equity Registration Rights Agreement and followed up with P. Gyr re same (1.5); reviewed revised language from Cadwalader for Equity Registration Rights Agreement and followed up on various related matters (1.2).	1,890.00
6/25/09	CEK	1.00	Telephone conference re ruling request meeting with IRS.	723.00
6/25/09	AP	1.00	Attended daily workstream closing call with J. DaMour et al.	520.00
6/25/09	GMD	5.30	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed certain changes to assumed taxes language in Master Purchase and Sale Agreement and conferred with D. Houlf re same (2.); conferred with Cadwalader firm and reviewed expected real estate transfer tax estimates from F. Eichenlaub (.3); reviewed changes to Master Purchase and Sale Agreement proposed by K. Walny and sent to D. Anna for input into proposed amendment (.2); conferred with A. Buscaglia re Promark (.3); conferred with B. Herzog and D. Houlf re master sale and purchase order (.5); reviewed ruling materials in preparation for and attended telephone conference re tax ruling status and approach (1.).	2,756.00

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6/25/09	PLB	7.70	Reviewed e-mail from L. Grayson and P. McCarroll requesting assistance re various environmental matters and responded to same (.5); reviewed request from M. Wolf re interpretation of retained liabilities in environmental provisions of Asset Purchase Agreement (.4); telephone conference with L. Grayson re same (.2); evaluated environmental task list based on requests from P. McCarroll and B. Schmidt (.2); evaluated process for obtaining new environmental permits for those permits which cannot be transferred to NewCo (1.2); prepared chart re permits for sites staying with OldCo, highlighting issues associated with subdivided and leased properties (1.6); e-mailed B. Schmidt re same (.3); office conference with M. Strong re process for obtaining pretreatment permits which cannot be transferred to NewCo (.1); e-mailed P. McCarroll re non-transferable environmental permits (.4); telephone conference with L. Grayson re status of various matters (.2); revised and e-mailed P. McCarroll re non-transferable environmental permits (.1); evaluated and researched need to provide notice to states re transfer to NewCo with respect to SPO warehouses (2.); e-mailed B. Schmidt re same (.2); reviewed and analyzed request for further information re address transfer of Spring Hill operations (.3).	2,949.10
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6/25/09	VMP	10.90	Telephone conference with D. Horvath and E. Neuberger re open issues in Willow Run Airport lease amendment (.5); revised and edited Willow Run Airport lease amendment (.8); revised draft of lease amendment for SPO Forth Worth site (.8); corresponded with K. Weems re revisions to SPO I lease amendments (.5); reviewed lease of policy center in Washington D.C. re preparing lease amendment (1.5); reviewed draft of leases to be assumed sent by D. Oh at Weil Gotshal (1.5); revised form of omnibus assignment and assumption of real property leases (.8); revised real estate comments to amended and restated Master Purchase and Sale Agreement (1.); reviewed and drafted summary of utility agreements for Pontiac North Powerhouse at request of D. Gerard (2.5); conferred with J&B real estate team and Cadwalader real estate team re open issues and closing logistics (.5); reviewed updated schedules to Transition Services Agreement (.5).	4,174.70
6/25/09	JWS	2.00	Reviewed summary of Section 363 sale amendment (.3); reviewed revised bylaws (.4); researched S. Girsky background (.8); reviewed NYSE rules re S. Girsky independence (.4); conferred with B. Boch re same (.1).	766.00

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6/25/09	MQH	17.00	Attended daily workstream closing call with J. DaMour et al. (1.); prepared and reviewed documentation for domestic entity transfers and attended various telephone conferences with client, B. Lister-Tait and S. Han re same (5.3); reviewed various documents for domestic entity transfers (1.8); revised schedules to Master Purchase and Sale Agreement in preparation for execution including revising to reflect various employee related changes and had internal telephone conferences with benefits group re same (3.7); reviewed and revised amendment to same to endure consistency with schedules (2.); coordinated on finalizing exhibits to the Master Purchase and Sale Agreement (1.); conferred with Cadwalader re letter requesting consent to certain transactions under DIP and Master Purchase and Sale Agreement (.5); reviewed and prepared notice to dealership entities re transfer (1.5); conferred with P. Rosenbaum and T. Monson re next steps (.2).	4,845.00
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6/25/09	PHR	10.10	Conferred with S. Han and members of asset purchase team re joint venture consents, share transfers and other matters re closing (.9); corresponded with M. Hill re matters from asset purchase call (.5); met with M. Hill and T. Monson re next steps (.2); conferred with S. Han, GME team and T. Monson re joint venture consents, share transfer mechanics and other matters re closing (1.); conferred with S. Han, members of Mexico team and T. Monson re closing mechanics for Mexico (.5); conferred with S. Han and members of LAAM team re joint venture consents, share transfer mechanics and other matters re closing (1.); corresponded with S. Han re NUMMI agreements (.3); conferred with S. Han to level-up on status, closing readiness and next steps (.7); corresponded with A. Otto-Clauson re Giner joint venture consent and waiver agreement (.3); corresponded with E. Shaffer re same (.4); corresponded with B. Dodgen and R. Wallace re same (.6); met with M. Hill re share transfer mechanics (1.); edited and revised stock powers (.3); coordinated with B. Dodgen re listing of first tier foreign subs (.7); corresponded with S. Han re share transfer mechanics and need to obtain new share certificates prior to closing (.7); corresponded with LAAM, AP and GME regions re same (.5); corresponded with M. Wolf re stock transfer mechanics and whether stock powers would be acceptable work-around (.5).	2,878.50
6/25/09	MMH	.80	Conferred with H. McArn re rejection motion issue and conferred with Weil Gotshal re same (.5); reported on resolution of issue to team (.3).	306.40
6/25/09	JDL	11.00	Met with B. Boch and C. Abbott re qualification issue (.3); corresponded with M. Whitchurch re qualification issue (.9); conferred with J&B team, GM team and Morgan Stanley re corporation organization issues (1.2); corresponded with M. Hill re GM Nova Scotia issue (.1); researched effects of LLCs failure to qualify to do business in 49 states other than Delaware and drafted chart re same (8.5).	3,014.00

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6/25/09	MEH	6.80	Conferred with client re Transition Services Agreement (1.); revised same per comments received (2.); e-mailed re Transition Services Agreement issues (1.); telephone conference with US Treasury re process (.5); edited and revised Transition Services Agreement and circulated to US Treasury (2.); prepared FOIA letter (.3).	1,863.20
6/25/09	AAT	.50	Reviewed new master permit tracking sheet sent from GM.	137.00
6/25/09	TRF	.30	Conferred with D. Murray re approval of Evercore settlement and e-mailed A. Stapleton re same.	123.30
6/25/09	DKA	18.30	Attended daily workstream closing call with J. DaMour et al. (1.); retrieved information for FSA filings and corresponded with T. Knapp, O. Lysak and J. Feinberg re same (1.9); reviewed comments to FSA filings from J&B's governance team and conferred with T. Knapp re same (.9); attended telephone conferences re FSA filings (.9); reviewed and incorporated comments from Cadwalader, benefits, tax, real estate, M. Wolf, Weil Gotshal, M. Terrien, M. Ressler and T. Knapp to amended and restated Master Purchase and Sale Agreement (3.9); conferred with benefits, tax and other J&B subject matter experts re comments to Master Purchase and Sale Agreement (1.7); conferred with A. Segovia re Master Purchase and Sale Agreement (.1); reviewed and edited FSA Promark rider to Master Purchase and Sale Agreement and conferred with T. Knapp re same (.7); reviewed updated Seller's Disclosure Schedule (.7); reviewed and edited amended and restated Master Purchase and Sale Agreement (3.7); conferred with M. Wolf, M. Ressler and M. Hill re Master Purchase and Sale Agreement and changes to same (.9); corresponded with Weil Gotshal re changes to same (.9); circulated same to Treasury, Cadwalader, Canada, UAW, GM, Weil Gotshal, J&B and other personnel (1.).	5,014.20
6/25/09	MPS	5.10	Created chart of properties to be retained (.8); researched issues re PCB form (.6); researched issues re water permit transfer regulations on state and local level (3.3); met with and corresponded with P. Boye-Williams re same (.4).	1,397.40

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6/25/09	PJT	.80	Reviewed various pleadings re sale issues.	560.00
6/25/09	MZR	15.00	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed state franchise applications (6.); reviewed and revised amended and restated Master Purchase and Sale Agreement (5.); revised exhibits to amended and restated Master Purchase and Sale Agreement (3.).	5,745.00
6/25/09	HDM	1.80	Reviewed correspondence re hearing (.3) conferred with P. Trostle re hearing objections (.2); reviewed two lease rejection motions (.3); corresponded with team and landlord re clarification of premises location with M. Hinds, M. Terrian and Weil Gotshal (1.).	945.00
6/25/09	BJD	5.00	Updated domestic and foreign transferred entities tracking chart to reflect pledged status (1.5); drafted list of pledged entities that are not being transferred (.2); diligenced domestic transferred entities' formation agreements to determine steps for assigning agreements (1.7); updated chart of assignment requirements based on diligence (.8); met with M. Hill, D. Higginbotham, A. Otto-Classon and D. Millison re status of workstream (.8).	1,370.00

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6/25/09	DWH	13.30	Telephone conference with B. Lister-Tait and D. Petkoff and followed up on issues (2.6); met with diligence team (.9); followed up on mechanics of transfer of international and non-corporations (.2); corresponded re ownership of Riverfront and Renaissance Center (.5); prepared lists of entities to be diligenced in connection with transferring equity interests (1.); corresponded re collecting certificates of incorporation (.5); corresponded re ownership of certain dealerships (1.); e-mailed re purchased/excluded entity schedules (1.); corresponded with Metal Casting Technology representatives and followed up on call with C. Ellerbrock and D Cafferty (2.); telephone conferences and e-mails with B. Lister-Tait, D. Petkoff, M. Hill and others re GM contacts for subsidiaries and transfer issues (1.5); e-mailed V. Pacione et.al. and conferred re Promark entities (.9); e-mailed M. Wehr and conferred re OEConnection Manager Corp (.6); e-mailed A. Lowenthal and conferred re Coskata and Mascoma entities (.6).	3,644.20
6/25/09	EMJ	7.50	Revised Omnibus Assignment and Assumption of Leases and drafted schedules re same (1.); reviewed Weil Gotshal schedule re list of assumed leases (1.2); sent to V Pacione for review and revised as requested (1.); drafted Memorandum of Lease for subdivision properties (9 properties) (2.6); met with D. Garcia re missing tax id numbers (.2); attended closing document status meeting (.5); e-mailed N. Berger re tax ids and Bedford legal description (.5); reviewed AHI and RHI lien searches (.5)	2,055.00
6/25/09	GSK	11.40	Completed applications for IN, MS, UT, and VA (7.6); finalized and mailed same (2.3); edited timing chart and created deliverable chart (.8); telephone conference with GM and Cadwalader re licensing status (.7).	3,123.60

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6/25/09	MRK	11.40	Completed applications for IA, KY, and NE and mailed (4.7); edited timing chart and created deliverable chart (.7); conferred with GM and Cadwalader (.7); assisted in licensing group with finalizing and mailing their applications, attachments and checks (5.3).	3,123.60
6/25/09	SRM	.30	Monitored docket re objections and reviewed same.	82.20
6/25/09	DBM	10.30	Office conference with M. Hill to discuss division of work and process of transferring GM domestic entities (.30); began working with K. Walters and V. Shuster to begin collecting documentation for transferring dealership entities (4.5); assisted M. Hill with drafting notice to be sent to dealers (3.9); office conference with D. Higginbotham to update transfer entities chart to be sent to M. Hill (1.6).	2,822.20

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6/25/09	ACO	13.80	Reviewed various governing documents for references to certificates and bankruptcy triggers (.2); reviewed governing documents for Rhodes I LLC and Rhodes II LLC and conferred with D. Higginbotham and D. Millison re same (.5); reviewed documents for referenced agreements (1.9); searched Intralinks database for various certificates (.3); met with M. Hill, D. Higginbotham, D. Millison and B. Dodgen to assign transfer entity responsibilities and provide specific information for certain transfers (1.8); reviewed transfer entity tracking chart (.4); e-mailed J. Blanchard and R. Gillum re Detroit Investment Fund, LP (.3); sent and reviewed various e-mail re Giner Electrochemical Systems LLC transfer (.5); drafted consent for GM Car Company LLC, edited and e-mailed to B. Lister-Tait (.7); drafted consent and amendment for GM GEFS LP, edited per K. Hudolin and A. Mistry and e-mailed to A. Mistry, B. Lister-Tait and K. Hudolin (1.3); drafted certificate for GM Supplier Receivables LLC, edited per M. Hill and e-mailed same to A. Mistry and B. Lister-Tait (.5); drafted certificate for GM Warranty LLC, edited per M. Hill and e-mailed to B. Lister-Tait (.7); conferred with D. Higginbotham and updated transfer entity tracking chart (.7); reviewed various governing documents for transfer requirements (1.6); reviewed transfer entity tracking chart to determine outstanding issues and actions (1.5); reviewed various e-mail re transfer of entities (.6); conferred with M. Hill re specific transfer actions for various entities (.3).	3,781.20
6/25/09	TFS	10.00	Compiled state issuance timing information (.3); conferred with GM re application progress (.8); completed all outstanding application for FL (3.2); completed application for CT (2.); completed application for CO (2.); compiled application supplemental materials (1.7).	2,740.00
6/25/09	VKS	14.30	Compiled license application for PA (2.3); compiled license application for TX (3.7); compiled license application for NC (3.5); attached relevant documents (3.7); drafted summary of timing of issuances of licenses in each state (.3); conferred with client re status of applications (.8).	3,918.20

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6/25/09	RMW	1.60	Completed reviewing joint venture agreements to determine which agreements require instrument to transfer ownership interest and e-mailed chart to M. Hill and P. Rosenbaum (1.3); reviewed first tier foreign subsidiary chart and made revisions to make it current (.3).	438.40
6/25/09	JXW	3.80	Prepared ATIA letters for benefits summary language (0.8); reviewed Transition Services Agreement language (1.5); prepared FOIA documents for benefit reductions information (1.5).	1,041.20
6/25/09	IF	6.50	Participated in OCC telephone conference (.7); participated in contingency plan telephone conference (.6); conferred with J. Harshaw re contingency plan (.2); conferred with T. Knapp and various parties re contingency plan (.6); reviewed US Treasury Loan Agreement, Revolving Loan Agreement and Term Loan Agreement (2.5); prepared T&R Schedule (.4); assisted in preparation of contingency plan (1.5).	1,781.00
6/25/09	MXD	10.30	Compiled facility photos and conferred with W. Miller re same (.5); telephone conference with E. Quinlisk re same (.5); conferred with state agencies re application timing and statutory imposed timing requirements and met with E. Quinlisk re same (1.); edited chart re same (.3); compiled financial statements and met with M. Whitchurch re CT Corp. status of proof of state certifications (.5); compiled same (.5); telephone conference with J. Biley (Cadwalader) re Power of Attorney (.5); provided update to F. Berry re same (1.); reviewed e-mail re same (.5); compiled zoning certificate forms and dealer agreements (.3); scanned completed applications and met with E. Quinlisk re same (1.); e-mailed same to J. Karas (Cadwalader) (.5); revised same re Cadwalader comments (.5); compiled list of makes and models and edited same (.5); conferred with state agencies re application fees and calculating same (.5); calculated various states and application fees (.5); arranged for checks for same and for UPS delivery of applications (.5); compiled and notarized representative applications (.6); conferred with J. Gromacki, E. Quinlisk and J. DaMour re applications status (1.1).	2,822.20

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6/25/09	ZLSX	10.50	Met with team re status of transaction and assignments to complete and follow-up re same (.5) updated lists of mortgages, Unsecured Creditors' Committee filings, judgments and liens per E. Jarmusz (5.5); prepared preliminary drafts of Unsecured Creditors' Committee termination forms (2.7); updated transfer tax forms (1.8).	1,575.00
6/25/09	DOG	10.50	Attended daily status meeting (.5); drafted transfer tax declarations for AHI properties (1.7); reviewed title commitments for tax parcel numbers re same (1.9); revised drafted deeds and prepared for transmitting same to title company (3.6); reviewed active lease files for selected sites (.5); revised transfer tax spreadsheets (2.3).	1,575.00
6/25/09	NHB	9.00	Attended department status and assignment meetings (.7); continued to review and revise closing checklists, transfer tax and document indexes and tracking checklists and notes (1.3); continued deed, exhibit, transfer tax form and legal description drafting (2.2); reviewed and revised and organized in advance of forwarding drafts (1.3); prepared e-mail and forwarded drafts to relevant parties (.7); follow up with F. Eichenlaub re same (.3); conferred with and e-mailed title company re open items on transfer taxes, stock transfer and legal description issues (.8); reviewed Unsecured Creditors' Committee termination forms and listings (.7); prepared and reviewed same (.6); reviewed initial and updated drafts of same and prepared same for forwarding (.4).	2,340.00
6/25/09	MLW	7.30	Office conferences with E. Quinlisk re licensing registration filings (1.); assisted with preparation and distribution of licensing filings (2.1); reviewed state qualification evidence (.8); multiple telephone conferences with CT Corporation re logistics of same (1.5); reviewed and responded to e-mail re same (.8); office conferences with J. Larson re state qualification issues (.9); prepared letter to CT Corporation enclosing original name consent letter (.2).	1,898.00

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6/26/09	DRM	8.40	Attended daily workstream closing call with J. DaMour et al. (1.8); met with J. Gromacki and M. Wolf re follow up to management call and preparation for Section 363 hearing (.4); telephone conference with T. Knapp re process for approval of subsidiary agreements (.2); reviewed memoranda from L. Pauquette, M. Wolf and G. Davis re specific restructure steps (.5); telephone conference with S. Karotkin re Section 363 preparation (.1); memoranda from M. Hinds, M. Terrien and D. Wegler re amendments to rejection motion exhibit and draft order re Minnesota property (.3); memoranda to and from L. Laken re rejection motions on respondents as to which Weil Gotshal is conflicted (.5); followed up with A. Olejnik re preparation for filing of motion (.7); telephone conferences with L. Laken re same (.3); reviewed and revised motions to reject and arrange for filing with M. Matlock (1.2); reviewed discovery notice served by E. Inselbuch and memorandum to J. Gromacki re same (.4); prepared for Section 363 hearing with M. Terrien and M. Matlock (.5); reviewed pleadings in preparation for Section 363 hearing (1.); began review of debtors' reply memorandum (.5).	6,442.80
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6/26/09	ELG	4.00	Reviewed MLA for subdivision and excluded manufacturing sites re environmental provisions (.6); conferred with F. Eichenlaub re same (.2); conferred with P. Boye-Williams re RCRA issues at SPOs (.3); reviewed Master Purchase and Sale Agreement and disclosure schedules as amended re environmental provisions (.8); conferred with D. Anna re same (.1); reviewed new update re Master Purchase and Sale Agreement environmental revisions per NAAG discussions (.2); conferred with M. Ressler re proposed language (.3); telephone conference with T. Conway re service agreement for waste water plant at Saginaw (.2); conferred with F. Eichenlaub re information needed (.2); reviewed issues with MLA and conferred with P. Boye-Williams re same (.3); confirmed with T. Conway re waste water plant service agreement to be completed by WFG (.3); conferred with P. Boye-Williams re matter status, MLA issues and AZ requirements (.3); reviewed real estate updates from D. Resnick and D. Horvath (.2).	2,320.00
6/26/09	RLG	2.50	Reviewed pleadings relevant to 6/30/09 hearing (1.); updated re status of developments per telephone conference (.5) reviewed environmental provisions of Master Purchase and Sale Agreement (1.).	1,687.50
6/26/09	DIR	8.50	Attended daily workstream closing call with J. DaMour et al. (1.4); attended real estate issues status telephone conference with Cadwalader and Weil Gotshal (1.9); revised Master Lease and other documents (3.2); telephone conference with clients re closing issues (2.).	5,737.50
6/26/09	MJR	11.20	Reviewed and drafted amendments to Master Purchase and Sales Agreement and telephone conferences re same (5.7); reviewed due diligence requests and individual agreements matters (5.5).	6,440.00
6/26/09	DSH	6.00	Worked on real estate matters re Section 363 sale including reviewing Master Purchase and Sale Agreement (2.) and Transition Services Agreement (1.); reviewed documents related to the mechanics' liens (1.5); reviewed the master lease for the subdivision property (.5) reviewed leases and proposed amendments to leases (1.).	3,000.00

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6/26/09	WLS	.60	Reviewed benefit provisions in current version of documents (.5); telephone conference with M. Renaud re individual agreement and joint venture matters (.1).	460.20
6/26/09	MHM	5.40	Reviewed docket, periodical updates and pleadings for documents relevant to sale hearing (2.7); prepared copies and folder of relevant pleadings for transmittal or access (1.4); prepared index of relevant pleadings and updated as filings occurred (1.3).	1,404.00
6/26/09	JFC	4.00	Attended daily workstream closing call with J. DaMour et al. (2.); conferred with M. Wolf re issues re 6/26 filing and Transition Services Agreement (.2); conferred with D. Batterson re Transition Services Agreement issues and reviewed and revised final draft of same (.5); e-mailed working group re entity structure matters and reviewed same (.5); conferred with P. Rosenbaum re transfer issues (.3); conferred with M. Wolf re closing matters (.5).	2,000.00
6/26/09	STL	9.80	Reviewed memoranda and materials re revised Master Purchase and Sale Agreement, disclosure schedules and Transition Services Agreement (4.4); prepared memoranda and materials re same (1.4); office conferences with W. Scogland, M. Renaud and J. Wenell re same (.5); telephone conferences with M. Holdsworth, M. Pieroni and M. Albano re same (.6); reviewed memoranda and materials re NUMMI (.6); office conferences with M. Renaud re same (.3); reviewed memoranda and materials re assumption of individual agreements (1.7); prepared memoranda and materials re same (.3).	5,370.40

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6/26/09	EGQ	12.70	Attended daily workstream closing call with J. DaMour et al. (1.1); reviewed and commented on revised Master Purchase and Sale Agreement (1.2); office conferences with M. Ressler re same (.4); reviewed and commented on revised warrants (1.3); office conferences with B. Boch and R. Clarke re same (.7); telephone conference with B. Boch and C. Abbot re warrants (.4); telephone conference with J. Haynes (.2); multiple office conferences with licensing working group re open issues (1.2); telephone conference with A. Carmona re TX application and related issues (.5); telephone conference with G. Velez re licensing and plates (.3); telephone conference with G. Velez, other GM personnel and M. Whitchurch re plating issues (.6); office conference with J&B personnel re plating efforts (.6); multiple office conferences with V. Slosman, M. Kopp, G. Knudsen and M. DeMarino re licensing efforts (.8); multiple telephone conferences with J. Weissmann re warrants and open issues (1.); telephone conferences with G. Vello and A. Mistry re same (.8); corresponded re warrants (.7); office conference with R. Clarke and M. Ressler re warrants (.4); reviewed revised drafts of warrants (.5).	5,905.50
6/26/09	MST	6.50	Reviewed changes to Master Purchase and Sale Agreement and Transition Services Agreement (.5); attended daily workstream closing call with J. DaMour et al. and followed up re same (2.); e-mailed M. Wolf re Master Purchase and Sale Agreement issues (.4); conferred with M. Wolf re same (.4); conferred re Master Purchase and Sale Agreement provisions and relationship to real property (.5); conferred with D. Murray re sale hearing (.3); conferred with D. Anna re Promark closing issue (.2); conferred with D. Batterson re same (.2); conferred with E. Quindlisk re vehicle issues (.1); conferred with D. Batterson re Transition Services Agreement (.2); reviewed same (.2); conferred with M. Harrison re same (.1); drafted revisions to Master Purchase and Sale Agreement provision (.2); reviewed response to sale objections (1.2).	3,737.50

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6/26/09	FJE	8.50	E-mailed working group re closing (.2); e-mailed working group re meeting, Saginaw and other open issues (.2); telephone and office conference with D. Horvath re Saginaw (.6); telephone conference with real estate group re status (1.5); revised Master Purchase and Sale Agreement and sent to D. Resnick and D. Horvath to review and telephone conference with V. Pacione re same (.3); revised leases and circulated blacklines (.6); telephone conferences and e-mailed C. Cook, T. Cassino and D. Resnick re leases (2.4); telephone conference with G. Ing, environmental department, re deed recording requirements (.6); reviewed memoranda of leases and sent same to Cadwalader and title company to review (.5); coordinated document execution by J. Blanchard with N. Berger (1.); updated closing checklist and prepared agenda items to discuss with working group (.6).	3,493.50
6/26/09	DEB	6.50	Attended working group telephone conference (1.3); telephone conference with A. Clifford and GM team re Transition Services Agreement and schedules thereto (1.1); prepared revised Transition Services Agreement and schedules thereto (4.1).	3,737.50
6/26/09	MTW	13.50	Attended daily workstream closing call with J. DaMour et al. (1.2); reviewed and revised amended and restated Master Purchase and Sale Agreement and disclosure schedules (10.); conferred with J. DaMour, A. Segovia, L. Buonomo and others and e-mailed re same (2.3).	7,020.00
6/26/09	BRB	12.50	Reviewed summary of implications of failure to be in good standing in foreign jurisdictions (1.); attended daily workstream closing call with J. DaMour et al. (1.5); reviewed and commented on charter and bylaws (1.); conferred with A. Larin re governance issues (.5); reviewed warrant agreement (1.3); reviewed outline mapping transfer of subsidiaries to NewCo (.7); finalized Registration Rights Agreement (2.); finalized warrant agreement (.5); conferred with J. Larson and C. Abbott re board resolution issues (.5); prepared charts outlining required board approvals (3.5).	6,850.00

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6/26/09	JPG	15.30	Attended daily workstream closing call with J. DaMour et al. (1.5); met with M. Wolf re Master Purchase and Sale Agreement amendment and related matters (.5); met with D. Murray and M. Terrien re various issues pertaining to sale approval hearing (.5); reviewed amended and restated TSA and related schedules (1.); reviewed amended and restated Master Purchase and Sale Agreement and related schedules (2.); reviewed correspondence re Lemon Laws and follow up re same (1.); worked on Master Purchase and Sale Agreement and schedules and exhibits (3.4); further work on amendment and restatement of Master Purchase and Sale Agreement and ancillary agreements (5.4).	10,893.60
6/26/09	CXA	3.50	Attended daily workstream closing call with J. DaMour et al. (1.5); followed up with B. Boch re matters raised in workstream telephone conference and various governance issues (.5); followed up with P. Gyr and McKenna Long re Equity Registration Rights Agreement and revised same for filing with bankruptcy court (1.); conferred with B. Boch re board charts on board reconstitution and related matters (.5).	1,575.00
6/26/09	CEK	1.50	Reviewed two-part ruling request draft (.8); telephone conference re two-part ruling request (.7).	1,084.50
6/26/09	AP	1.00	Attended daily workstream closing call with J. DaMour et al.	520.00
6/26/09	GMD	4.40	Telephone conferences with M. Wolf, D. Houlf and others re proposed holdco restructuring and resulting impact on federal employer identification numbers and potential for delay (1.5); brief preliminary research re same (.5); conferred with D. Houlf re negotiations with representatives of states attorneys (1.); conferred re related clarification in Master Purchase and Sale Agreement (1.); obtained clearance re same from Cadwalader tax counsel (.4).	2,288.00

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6/26/09	PLB	6.80	Reviewed financial assurance information and regulations in preparation for telephone conference (1.); conferred with client re financial assurance obligations (.7); reviewed e-mail from E. Grayson re status of various environmental tasks (.5); reviewed status of updating master permit transfer chart (.5); reviewed Arizona air permit transfer requirements (.5); e-mailed P. McCarroll and B. Schmidt providing summary re required submittals (.8); reviewed and responded to e-mail from F. Eichenlaub re service agreement for Saginaw waste water plant (.3); e-mailed J. Walle re property transfer requirements in response to request from F. Eichenlaub (.1); prepared for and conferred with Arizona DEQ re air permit transfer requirements (.4); telephone conference with E. Grayson re status (.3); reviewed master lease agreement and provided analysis to B. Schmidt re same (.4); reviewed e-mail from A. Torrence re client request to create plan for every permit and reviewed chart attached to e-mail (.2); e-mailed A. Torrence re property transfer requirements (.1); reviewed master lease agreement for subdivided properties (.5); multiple telephone conferences with E. Grayson re master lease agreement for subdivided properties (.3); telephone conference with D. Horvath, D. Resnick and F. Eichenlaub re master lease agreement for subdivided properties (.2).	2,604.40
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6/26/09	VMP	10.70	Conferred with I. Gold re lease amendment for site in Roanoke, TX (.5); corresponded with E. Neuberger re lease amendment for Willow Run Airport (.2); conferred with GM real estate, Weil Gotshal real estate and J&B real estate re real estate closing checklist and open items (1.7); drafted and revised forms of real estate lease assignments to be attached as exhibits to Master Purchase and Sale Agreement (1.); made additional real estate comments to Amended and Restated Master Purchase and Sale Agreement (1.); worked on initial draft of exhibits to Omnibus Assignment and Assumption of Real Estate Leases (2.7); conferred with G. Ing and L. Markham re exhibits to Omnibus Assignment and Assumption of Real Estate Leases (.3); revised real estate closing checklist (.7); reviewed and commented on list of leases to be assigned to purchaser which was prepared by Weil Gotshal (1.); reviewed schedules to Transition Services Agreement and met with D. Horvath re same (.8); revised lease amendment for Miramar, FL lease based on comments from K. Hoge (.3); reviewed landlord's comments to Warren, MI lease amendment and revised same based on discussions with David Spencer (.5).	4,098.10
6/26/09	JWS	.20	Reviewed correspondence re charter.	76.60
6/26/09	RHC	4.00	Reviewed revised draft of form of warrant circulated by bondholders and Creditors Committee (1.8); met with E. Quinlisk re same (.8); met additionally with E. Quinlisk re warrants (.2); reviewed subsequent revised draft of warrants (.6); met additionally with E. Quinlisk re warrant matters (.4); reviewed further revisions to warrant (.1); corresponded with M. Ressler re same (.1).	1,532.00
6/26/09	MQH	16.00	Attended daily workstream closing call with J. DaMour et al. (1.5); reviewed various documentation for domestic entity transfers and reviewed same and attended various call re same with client and Cadwalader (5.2); reviewed and revised amendment to Master Purchase and Sale Agreement and documents to be filed (4.3); revised schedules to same (5.).	4,560.00

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6/26/09	PHR	9.20	Corresponded with RGCs re share transfer mechanics (.4); reviewed and responded to multiple e-mail re share transfer mechanics (.3); conferred with M. Hill and A. Otto-Classon re Giner consent and waiver (.3); met with B. Dodgen re process for tracking share transfer mechanics and reviewed e-mail from AP region re same (.8); reviewed and commented on Giner consent and waiver agreement (.5); conferred with S. Han re share transfer mechanics (.7); prepared for call with Cadwalader re share transfer mechanics (.7); conferred with M. Hill and D. Higginbotham from J&B and J. Karas and J. Forms from Cadwalader re share transfer mechanics (2.2); coordinated with D. Millision re first tier Canadian subs and worked to determine whether any Canadian dealers are directly owned by GM (1.7); reviewed e-mail from AP region re share transfer mechanics (.8); conferred with J. Forlenza at Weil Gotshal re obtaining original share certificates (.3); met with M. Hill re status of share transfers and next steps (.5).	2,622.00
6/26/09	JDL	3.30	Revised chart re qualifications (.7); corresponded with B. Boch re charter and bylaws (.2); corresponded with GM team re charter and bylaws (.3); corresponded with A. Arons re name change (.6); reviewed charter and bylaws (.8); corresponded with B. Boch re name change (.3); corresponded with B. Boch re qualifications chart (.2); corresponded with M. Hill re name changes (.2).	904.20
6/26/09	AED	2.00	Telephone conferences with G. Davis, M. Wolf, D. Houlf and GM personnel re proposed restructuring and whether new federal employer identification number (FEIN) is required for tax purposes (1.5); researched same (.5).	548.00
6/26/09	MEH	5.40	E-mailed and conferred with client re benefits services provided to OldCo in Transition Services Agreement (1.2); prepared for and participated in call with Cadwalader and GM team (1.2); finalized schedule C-3 of Transition Services Agreement (.9); conferred with client re Transition Services Agreement (.6) edited and revised same and schedules and sent to client as proposed final draft for filing (1.5).	1,479.60

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6/26/09	AAT	1.00	Revised new version of GM permit tracking sheet.	274.00
6/26/09	DKA	18.50	Attended daily workstream closing call with J. DaMour et al. (1.3); corresponded with Cadwalader re FSA information (.7); reviewed FSA information and FSA filing forms (.7); conferred with J&B's governance team re comments to FSA filing forms (.5); reviewed and incorporated comments to Master Purchase and Sale Agreement from Cadwalader, J&B subject matter experts, M. Wolf, M. Ressler, Canada, UAW, Cleary and others (4.9); conferred with M. Wolf, M. Ressler and M. Hill re comments to Master Purchase and Sale Agreement (1.); reviewed schedules filed on June 1st and conferred with M. Hill re same (.5); drafted workers' compensation language to Master Purchase and Sale Agreement and conferred with M. Gruskin and D. Galant re same. (.9); coordinated signing process (.7); conferred with J&B subject matter experts re comments and changes to Master Purchase and Sale Agreement (3.7); drafted product liability language for same and corresponded with M. Wolf re same (.7); circulated Amended and Restated Master Purchase and Sale Agreement to Treasury, Cadwalader, Canada, UAW, GM, Weil Gotshal, J&B and other personnel (1.); coordinated obtaining signature pages with E. Shaffer (.7); corresponded with M. Wolf re Delphi provisions in Master Purchase and Sale Agreement (.3); reviewed and conferred with T. Knapp re Promark delayed closing covenant (.9).	5,069.00
6/26/09	MPS	.30	Reviewed and resolved permit chart updates issues.	82.20
6/26/09	PJT	.50	Reviewed various objections to sale motion.	350.00
6/26/09	MZR	19.10	Attended daily workstream closing call with J. DaMour et al. (1.5); revised closing checklist (.9); revised table of schedules and exhibits (.5); revised summary of amendments to Master Purchase and Sale Agreement (1.2); worked on revisions of Master Purchase and Sale Agreement and exhibits (15.).	7,315.30

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6/26/09	HDM	1.20	Collected and reviewed pleadings in response to Section 363 sale motion including Creditors Committee objection and debtor's omnibus response (1.); conferred with team and Weil Gotshal re lease rejection protocols (.2).	630.00
6/26/09	JQC	3.00	Conferred with New York State Division of Vehicle Safety Services re transferability of license plates (.3); conferred with North Carolina Department of Transportation - Division of Motor Vehicles re transferability of license plates (.2); conferred with Oklahoma Motor Vehicle Commission re transferability of license plates (.2); conferred with Pennsylvania Department of Transportation - Driver and Vehicle Services re transferability of license plates (.4); met with E. Quinlisk M. Whitchurch, A. Margasinska, K. Martin and R. Parker re transferability of license issue (.2); researched state license plate transferability requirements (1.5).	822.00
6/26/09	BJD	11.00	Formatted and updated First Tier Foreign Subsidiaries spreadsheet with information contained in e-mail from local counsel in each of LAAM, GME and GM AP regions (4.9); drafted and revised Waiver and Consent for Giner Electrochemical Systems, LLC (1.1); diligenced GM GEFS LP Partnership Agreement and corresponded with D. Petkoff re missing Schedule B Automotive Technology Assignment (.9); drafted DMAX Addendum to Amended and Restated LLC Operating Agreement (1.2); met with M. Hill, D. Higginbotham, A. Otto-Classon and D. Millison re status and action items for transferred entities workstream (.4); met with P. Rosenbaum re status and action items for transferred foreign entities workstream (1.1); reviewed e-mail from local counsel in each country of regions to determine whether transfer by stock power would be considered effective as of closing date by local authorities (1.4).	3,014.00

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6/26/09	DWH	15.50	Met with diligence team re transferability of subsidiaries and follow up (2.); updated table of non-incorporated entity transfer restrictions (1.); corresponded and conferred with Coskata, their counsel, and A. Lowenthal (3.); corresponded with Segway, their counsel and GM representative to determine transferability of Segway interest (2.); prepared tracking chart of consents and transfer conditions for distribution (1.); corresponded with Segway re joinder (.5); conferred with MCT representatives execution of new stock certificate (.6); corresponded and conferred with E. Fischer re transferring Mascoma interest (2.4); conferred with J. Quigley and B. Berry and followed up re issuance of new stock certificates for OEConnection Manager Corp. (1.4); prepared e-mail for Cadwalader of documents for their review and updated tracking chart for their review (1.1); responded to e-mail re same (.5).	4,247.00
6/26/09	EMJ	6.80	Met with N. Berger to review Pontiac legal description (.3); revised memorandum of leases (2.2); reviewed e-mail from title source re legal descriptions for memorandum of leases (.5); reviewed and compared legal descriptions to that title source provided and ensured all parcels were included (2.5); met with secretary to have Parma, OH legal revised and reviewed same (1.); made revisions to assignment and assumption of leases as requested by V. Pacione (.3).	1,863.20
6/26/09	GSK	4.10	Drafted new base applications for potential name change and began assembling new attachments, including new attachments for Saturn and Hummer (3.1); conferred with and e-mailed states re application requirements for change of name and change of entity structure (1.).	1,123.40
6/26/09	MRK	7.60	Drafted new base applications for potential name change and began assembling new attachments including new attachments for Saturn and Hummer (3.1); conferred with and e-mailed states re application requirements for change of name and change of entity structure (1.); reviewed Asset Purchase Agreement for definition and cross-reference errors (3.5).	2,082.40

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6/26/09	KEM	4.30	Attended meeting with E. Quinlisk re project re process of transferring license plate registrations from GM Corp. to new GM Corp (.3); telephone conference with representatives at Department of Motor Vehicles in Montana (.4), New Hampshire (.3), Missouri (1.), Mississippi (.2), Nevada (.8) and Minnesota (1.3).	1,178.20
6/26/09	DBM	7.50	Followed up with V. Schuster and continued making documents for the transfer of dealerships (4.6); office conference with M. Hill to update on our progress with transferring dealerships (.9); updated schedule to Master Purchase and Sale Agreement (.8); conference call with B. Lister-Tait, M. Hill, A. Otto-Classon and D. Higginbotham to discuss progress made throughout the day re entities transfer (1.2).	2,055.00

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6/26/09	ACO	15.60	Met with M. Hill, D. Higginbotham and D. Millison re next steps for transferring entities (1.8); e-mailed S. Cernak and D. Doogan re transfer of CAMP (.3); conferred with J. Blanchard and P. Trulik re transfer of Detroit Investment Fund L.P. and e-mailed re same (1.); conferred with B. Lister-Tait re transfer (.4); conferred with E. Knighton re transfer of DMAX, Ltd. and e-mailed addendum to A. Jackson and E. Knighton (1.1); e-mailed and conferred with M. Hill and P. Rosenbaum re transfer of Giner Electrochemical Systems, LLC and drafted addendum for same (1.); e-mailed E. Shaffer waiver and Consent Agreement (.6); e-mailed D. Petkoff re consent for transfer of GM Car Company and received same from D. Petkoff (.3); conferred with M. Hill re transfer documents for GM GEFS LP and revised Consent and Amendment re same (.7); revised certificate for GM Supplier Receivables LLC and e-mailed A. Larin (.3); revised certificate for GM Warranty LLC and e-mailed original to B. Lister-Tait (.4); conferred with D. Doogan re transfer of HRL Laboratories and conferred with M. Turner, D. Allemeier and D. Doogan re transfer of same (1.); conferred with M. Hill re transfer documents and e-mailed M. Turner, D. Allemeier and D. Doogan same (.4); e-mailed T. Turk re fully executed consent for transfer of Monetization of Carve-Out LLC (.4); conferred with V. Marinelli re board resolutions for consent (.2); conferred with B. Lister-Tait and R. Damman re creditor rights (1.); e-mailed E. Brown re investigation into notice to applicable credit agencies (.2); e-mailed S. Cernak and D. Doogan re transfer of United States Council for Automotive Research LLC (.2); conferred with L. Kilarski re transfer of Wind Point Partners III, L.P. and reviewed e-mail from L. Kilarski re same (.6); revised transfer of entity chart to reflect updates (1.4); prepared operating agreements to be sent to Cadwalader (.4); revised various operating agreements for transfer requirements (.8); conferred with M. Hill, D. Higginbotham, D. Millison and B. Lister-Tait re status of transfers and determination of next steps (.5); conferred with B. Dodgen re Schedule C of GM GEFS LP Amendment to determine purpose of footnote (.2); e-mailed A. Mistry re availability to sign documents and reviewed e-mail from A. Mistry re availability (.2); e-mailed A. Mistry and K. Hudolin re powers of attorney for A. Mistry (.2).	4,274.40
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6/26/09	TFS	3.80	Prepared applications for second round of licensing submissions and materials for manufacturer and distributor licensing.	1,041.20
6/26/09	VKS	2.90	Participated in telephone conference with Frida and Aon and reviewed e-mail re issuing bonds in NC (.5); conferred with PA re submitted applications (.2); conferred with NC authorities re submitted application (.2); reviewed and responded to various questions re license filings (2.).	794.60
6/26/09	JXW	7.80	Prepared ATIA letter for Split dollar life agreement (.2); conferred with and corresponded with A. Murray re split dollar life agreements (.5); corresponded with M. Pieroni re documents to be forwarded to US Treasury (.3); reviewed updated schedules to Master Purchase and Sale Agreement and provided additional changes (1.5); provided M. Renaud with diligence spreadsheet of individual employment agreements (.1); prepared new draft schedules of 6.17(e) and 4.10(h) (2.); prepared FOIA documentation for summary of amended plans (.6); prepared spreadsheet summary of individual nonstandard agreements and FOIA documentation (1.6); prepared FOIA documentation for amended individual agreements (1.).	2,137.20

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6/26/09	AWM	5.50	Met with E. Quinlisk, M. Whitchurch, K. Martin, M. Horan and J. Conley re obtaining information re procedures in different states on transfer of license plates (.5); conferred with Hawaii Department of Commerce & Consumer Affairs-Motor Vehicle Industry, Oahu County Motor Vehicle Department, Hilo County Motor Vehicle Department, Maui County Motor Vehicle Department, Kauai County Motor Vehicle Department re transfer of passenger license plates (.8); conferred with Idaho Department of Transportation Division of Motor Vehicles re transfer/obtaining new manufacturing licensing plates and passenger license plates (.5); conferred with Illinois Secretary of State, Department of Motor Vehicles re transfer and obtaining new manufacturer and passenger license plates (.7); conferred with Indiana Secretary of State, Bureau of Motor Vehicles (various departments) re transfer and obtaining new manufacturer, commercial and passenger license plates (.6); conferred with Iowa Motor Vehicle Commission and Polk county's vehicle licensing department re transferring and obtaining new passenger license plates (.4); conferred with Kansas Department of Revenue, Division of Motor Vehicles (dealer licensing department and passenger vehicles licensing department) re transferring and obtaining new dealer and passenger license plates (.5); conferred with Kentucky Motor Vehicle Commission and the IRP Section re transferring and obtaining new passenger, dealer and IRP license plates (.7); conferred with Maryland Department of Transportation, Motor Vehicle Division re transferring and obtaining new dealer and passenger license plates (.2); entered information obtained into chart provided by M. Whitchurch (.6).	1,507.00
6/26/09	IF	7.00	Conferred with Promark and C. Chance re contingency plan (1.); drafted Transition Services Agreement, Board Resolutions and exhibit to corporate approval documents (6.).	1,918.00

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6/26/09	MXD	4.50	Reviewed Master Purchase and Sale Agreement re editing cross references and definitions (2.3); telephone conference with F. Berry re bond issuance update and met with E. Quinlisk re same (1.); telephone conferences with state agencies re confirmations of received applications and conferred re amending applications and second filing under new name (1.); conferred with C. Tagliamonte and R. Moore (Aon) re bond for LA and MD, dealer numbers and bond forms (.2).	1,233.00
6/26/09	ZLSX	7.00	Met with Section 363 sale transaction team re status of transaction and assignments to complete and follow-up re same (1.); updated lists of Mortgages, Unsecured Creditors' Committee filings, Judgments and Liens per E. Jarmusz (2.); reviewed and updated ancillary document checklist (2.); prepared and organized execution copies of documents (2.).	1,050.00
6/26/09	DOG	10.10	Attended daily department status meeting (1.); revised individual property checklists and assembled same into closing document checklist binder (3.8); revised transfer tax spreadsheets (2.); revised drafted deeds (2.5); reviewed active lease files for selected sites (.3); continued drafting of transfer tax declarations for AHI properties (.5).	1,515.00
6/26/09	MBH	6.00	Researched title and license regulations for dealer, manufacturer and passenger vehicle plates re various states (5.5); updated summary chart re same (.5).	1,560.00

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6/26/09	NHB	8.50	Attended department status and assignment meetings (.7); follow-up with F. Eichenlaub re projects (.3); continued review and revisions of closing checklists (.6); transfer tax and document indexes (.3); continued review of tracking checklists and notes (1.1); confirmed current property lists and needed changes (.5); continued deed and exhibit preparation (.9); continued transfer tax form and legal description drafting (.8); reviewed, revised and organized in advance of forwarding drafts (1.3); prepared e-mail and forwarded drafts to relevant parties and followed up with F. Eichenlaub re same (.5); conferred with and e-mailed title company re open items on transfer taxes, stock transfer and legal description issues (.8); began preparation of documents for signature and organization of documents received re lease amendments (.7).	2,210.00
6/26/09	MLW	3.50	Participated in client telephone conference with E. Quinlisk re license plate transfer process (1.); office conferences with E. Quinlisk re same (.5); met with E. Quinlisk, J. Conley, A. Margasinska, K. Martin and M. Horan re logistics of same (.5); prepared e-mail re same (.5); revised status chart re same (.5); reviewed state qualification evidence re NGMCO, Inc. (.5).	910.00
6/26/09	DRG	.30	Conferred with D. Higginbotham and P. Rosenbaum re stock certificates and stock powers (.2); prepared e-mail to D. Higginbotham re instructions for preparing stock certificates (.1).	73.50
6/27/09	DRM	2.50	Completed review of GM reply brief (1.); conferred with R. Graham re amended Master Purchase and Sale Agreement (.5); attended daily workstream closing call with J. DaMour et al. (1.).	1,917.50
6/27/09	ELG	.90	Responded to issues from F. Eichenlaub re separation of properties/environmental concerns (.2); reviewed final Master Purchase and Sale Agreement from D. Anna (.2); reviewed Part III list from real estate re issues possibly to be recorded on title (.2); reviewed NCR issue raised by Weil Gotshal re environmental liabilities allocation (.3).	522.00

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6/27/09	RLG	2.50	Reviewed GM reply brief filed by Weil Gotshal (1.); conferred with D. Murray re status (.5); reviewed pleadings for June 30 hearing (1.).	1,687.50
6/27/09	DIR	2.00	Attended daily workstream closing call with J. DaMour et al. (1.1); revised real estate closing documents (.9).	1,350.00
6/27/09	MJR	.50	Reviewed Master Purchase and Sale Agreement materials and e-mailed J. Wenell and T. Ling and client re same.	287.50
6/27/09	DSH	1.00	Reviewed Master Purchase and Sale Agreement and related documents.	500.00
6/27/09	MHM	1.00	Reviewed docket for updates to matters re sale (.4); revised and updated short hearing agenda (.4); corresponded with D. Murray, M. Terrien, P. Trostle and H. McArn re same (.2).	260.00
6/27/09	JFC	2.60	Attended daily workstream closing call with J. DaMour et al. and followed up re same (1.6); reviewed amended Master Purchase and Sale Agreement and schedules re Transition Services Agreement issue and lease restructuring and reviewed Transition Services Agreement re same (1.).	1,300.00
6/27/09	STL	1.50	Reviewed memoranda and materials re amended Master Purchase and Sale Agreement and disclosure schedules (1.); prepared memoranda re same (.5).	822.00
6/27/09	EGQ	4.50	Reviewed materials for licenses (.50); exchanged correspondence re same (.30); exchanged correspondence with F. Eichenlaub re real estate assets (.20); reviewed summary materials (.80); telephone conference with V. Slosman (.30); exchanged correspondence with G. Velez re potential contract terminations (.30); revised information request (1.10); reviewed various applications (.70); exchanged correspondence re licensing issues with Cadwalader and GM (.30).	2,092.50
6/27/09	MST	1.80	Attended daily workstream closing call with J. DaMour et al. (1.4); reviewed US Treasury response to objections (.4).	1,035.00

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6/27/09	FJE	4.00	Reviewed list of sites and telephone conference with G. Ing re RCRA notice requirements (.2); drafted e-mail to L. Grayson, D. Horvath, P. Boye-Williams and N. Berger re same (.8); office conference with N. Berger re property checklists (1.4); e-mailed Weil Gotshal, D. Best and Honigman re controlling interest transfer tax forms (.6); office conference with N. Berger and Z. Sorman re signature pages (.2); updated closing checklist, prepared version to send to Cadwalader and sent same to Cadwalader (.8).	1,644.00
6/27/09	MTW	9.20	Attended daily workstream closing call with J. DaMour et al. and followed up re same (1.4); conferred re state attorney generals (2.8); conferred with J. DaMour, A. Segovia, L. Buonomo and others re structure and timing (3.); conferred re tax (2.).	4,784.00
6/27/09	BRB	7.80	Reviewed final version of Asset Purchase Agreement (3.); prepared board slides re steps to reconstitute OldCo board (4.); reviewed Delaware law issues re same (.5); conferred with J. Feinberg re bank regulatory issues (3.).	4,274.40
6/27/09	JPG	10.90	Attended daily workstream closing call with J. DaMour et al. (1.4); reviewed court pleadings (2.5); participated in numerous calls re state AGs and worked on compromise statement (2.5); worked on amendment to Master Purchase and Sale Agreement (1.5); worked on review of closing documentation and logistics pertaining to the closing of the Section 363 sale (2.); conferred with M. Wolf and internal team re closing documentation and licensing and permitting matters (1.).	7,760.80
6/27/09	CXA	2.20	Reviewed and provided comments to B. Boch re board charts (.7); attended daily workstream closing call with J. DaMour et al. (1.); followed up with B. Boch re matters raised in workstream telephone conference and various governance issues (.5).	990.00
6/27/09	CEK	.50	Assessed issues and costs with delay of holding company restructuring.	361.50

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6/27/09	GMD	5.60	Reviewed tax impact of message from M. Wolf re potential changes to timing and approach to holding company restructuring (.4); prepared for and attended telephone conference with M. Wolf and tax workstream re same (.7); attended continuation telephone conference with members of tax workstream to consider key tax issues likely to affect tax treatment and impact timing and develop response for Section 363 sale team (2.); reviewed and drafted key tax considerations for Section 363 sale team re expected change to holdco reorganization timing and monitored responses to same (2.5).	2,912.00
6/27/09	VMP	1.70	Updated real estate closing checklist in preparation for telephone conference with Cadwalader (1.); reviewed Torrance, CA lease containing right of first refusal in favor of landlord (.7).	651.10
6/27/09	MQH	4.50	Attended daily workstream closing call with J. DaMour et al. (1.4); revised and circulated summary of status re domestic entity transfers (1.6); revised summary of certain provisions of Master Purchase and Sale Agreement in anticipation of negotiations with attorney general (1.); responded to various calls and e-mail re same (.5).	1,282.50
6/27/09	PHR	4.00	Corresponded with J. Forlenza re share transfer mechanics (.5); corresponded with B. Dodgen re same (.5); corresponded with S. Han and B. Lister-Tait re documentation for LAAM share transfers (.3); drafted officer's certificate needed for GMEA (.9); reviewed Isuzu waiver and consent and provided comments to A. Jackson (.8); conferred with S. Han re LAAM shopping list and other matters re share transfer mechanics (1.).	1,140.00
6/27/09	MEH	1.00	Reviewed executed amendment to Master Purchase and Sale Agreement.	274.00

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6/27/09	DKA	3.50	Corresponded with E. Wolf re final Master Purchase and Sale Agreement for Form 8-K (.2); reviewed and edited Master Purchase and Sale Agreement language from A. Segovia for state Attorney Generals and corresponded with J. Gromacki re same (.9); corresponded with M. Wakefield re filed schedules (.5); coordinated creating binders and table of contents with all June 26th final documents, including Master Purchase and Sale Agreement, schedules and all exhibits (1.9).	959.00
6/27/09	MZR	1.50	Attended daily workstream closing call with J. DaMour et al.	574.50
6/27/09	BJD	7.20	Updated and revised First Tier Foreign Subsidiaries spreadsheet with information contained in checklist and shopping list compiled from local counsel in LAAM region (2.1); updated and revised First Tier Foreign Subsidiaries spreadsheet with information contained in e-mail from local counsel in each of LAAM, GME and AP regions (1.8); updated and revised First Tier Foreign Subsidiaries spreadsheet with information contained in Section 363 checklist from local counsel in GME region (2.2); drafted e-mail to Cadwalader and LAAM, GME and AP regions explaining updated spreadsheet and requesting missing documents and information (.2); conferred with P. Rosenbaum re status and action items re issuance of new share certificates by first tier foreign subsidiaries (.9).	1,972.80
6/27/09	DWH	5.40	Updated transfer conditions tracking chart (1.2); conferred with B. Berry and followed up re transfer restrictions on OEConnection (1.1); corresponded re Segway joinder and new certificate (.6); reviewed stock certificates and stock powers (1.); corresponded re transferability of Promark and whether shares are certificated (.4); replied to e-mail from B. Lister-Tait, M. Hill, A. Otto-Classon, D. Millison and others re transfer of subsidiaries (1.1).	1,479.60

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6/27/09	ACO	7.80	Reviewed e-mail from M. Hill re updated transfer entity chart (.2); reviewed and sent various e-mail re consent for transfer for Crash Avoidance Metrics Partnership and United States Council for Automotive Research LLC to S. Han, S. Cernak and M. Hill (.6); prepared e-mail to Cadwalader with documents prepared thus far re transfers (1.6); reviewed transfer requirements chart with B. Dodgen's comments re transfer requirements (.7); e-mailed R. Gillum re availability to sign consent letter (.2); drafted e-mail to A. Jackson and E. Knighton re progress of consent from Isuzu and approval of addendum (.1); drafted e-mail to E. Shaffer re progress on waiver and consent agreement signatures (.1); reviewed transfer requirements chart to ensure proper action is being taken (2.5); organized operating agreements (.3); reviewed updated tracking chart and noted needed next steps for transfer (.7); e-mailed M. Hill with questions re transfer requirements for OEConnection LLC re certificate, GM Warranty LLC re need for addendum and GM Supplier Receivables LLC re material action language and responded to e-mail from M. Hill re same (.8).	2,137.20
6/27/09	VKS	9.10	Reviewed representative applications (2.); drafted new applications for LLC conversion (5.4); compiled necessary attachments. (1.7).	2,493.40
6/27/09	JXW	1.00	Reviewed schedules submitted Friday night to ensure accuracy re concerns by J. Uhlig.	274.00
6/27/09	IF	4.50	Drafted revisions to Transition Services Agreement.	1,233.00
6/27/09	ZLSX	7.00	Updated ancillary document checklist (1.5); continued review, organization and preparation of execution copies of closing documents and exhibits to same (4.); updated transfer tax tracking spreadsheet and master document tracking checklist (1.5).	1,050.00

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6/27/09	NHB	8.00	E-mailed and met with F. Eichenlaub re AHI stock transfer issues (.7); updated forms and lists re same and preliminary drafting of forms re same (.9); attended department status and assignment meetings (.8); followed up re same (.2); continued review and revisions of closing checklists (.3); continued review of transfer tax and document indexes (.2); continued review of tracking checklists and notes (.5); further confirmed current property lists and needed changes (.3); continued deed, exhibit, transfer tax form and legal description drafting, review and revisions and organization in advance of forwarding drafts re GM owned properties (2.8); e-mailed re open items and needed information and documents (.3); continued preparation of documents for signature (.4); organized documents and files (.6).	2,080.00
6/28/09	DRM	5.40	Reviewed reply brief submitted by United States (.9); reviewed statement of H. Wilson in support of sale (.7); reviewed declaration and supplemental declaration of S. Worth in support of sale (.6); reviewed amended evidence and witness list submitted by S. Karotkin (.2); reviewed responses and related affidavits (.7); reviewed witness lists and summary of evidence submitted by informal committee of dissident bondholders (.3); reviewed memoranda from L. Pauquette re US Treasury/EDC/VEBA Intercreditor Agreement and NewCo Creditor Facility (.3); reviewed correspondence from R. Graham re NCR stipulation requests (.3); participated in telephone conference with J. DaMour et al. re update of workstream and special report on information systems (1.); reviewed environmental trust fund objection (.1); reviewed limited objection of Creditors' Committee (.3).	4,141.80
6/28/09	RLG	2.00	Reviewed NCR stipulation request (.5); telephone conference with D. Berz of Weil Gotshal re same (.5); telephone conference with D. Resnick re new subsidiaries for environmentally challenged real estate (.5); reviewed e-mail re same (.5).	1,350.00

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6/28/09	DIR	2.00	Attended daily workstream closing call with J. DaMour et al. (1.1); telephone conference with Cadwalader re real estate closing issues (.9).	1,350.00
6/28/09	MJR	2.00	Attended telephone conference with M. Kam and G. Burns re plan assumption and amendment process (1.); reviewed e-mail re same (1.).	1,150.00
6/28/09	WLS	.50	Reviewed communications re plan amendments.	383.50
6/28/09	JFC	1.10	Attended daily workstream closing call with J. DaMour et al.	550.00
6/28/09	STL	1.00	Reviewed memoranda and materials re sale order and benefits issues.	548.00
6/28/09	EGQ	5.60	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed and revised summary liability charts (1.8); corresponded re same (.3); corresponded with G. Velez re licensing issues (.5); corresponded re liability issues (1.); corresponded with J. Langston re licensing efforts (.6); corresponded with working group re various issues (.4).	2,604.00
6/28/09	TM	.50	Conferred with P. Rosenbaum re international share transfers.	275.00
6/28/09	MST	1.00	Attended daily workstream closing call with J. DaMour et al.	575.00
6/28/09	FJE	.50	E-mailed T. Conder and V. Pacione re White Marsh, Maryland issues (.2); e-mailed Honigman re transfer tax forms (.1); e-mailed L. Smith re name of NewCo and mortgage releases (.2).	205.50
6/28/09	MTW	5.30	Telephone conferences with J. DaMour, A. Segovia, L. Buonomo and others re state attorney generals and e-mail re same (1.8); conferred re workers compensation and draft amendment language (1.4); conferred with A. Larin and others re structure and revised and distributed charts (1.1); reviewed and revised term sheet and e-mailed re same (1.).	2,756.00

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6/28/09	BRB	2.20	Reviewed board constitution matters (.7); attended daily workstream closing call with J. DaMour et al. (.7); conferred with A. Larin re governance matters (.4); reviewed board charts re board closing actions (.4).	1,205.60
6/28/09	JPG	15.80	Reviewed board of directors composition issues (1.2); worked on amendment of Master Purchase and Sale Agreement (3.8); conferred re state attorney generals and related issues (2.8); conferred re Master Purchase and Sale Agreement and pre-closing issues (2.); reviewed court filings (3.5); worked on other matters re permits and approvals (2.5).	11,249.60
6/28/09	CXA	1.20	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed e-mail re governance issues (.2).	540.00
6/28/09	GMD	4.20	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed and responded to e-mail re registration timing issues (.5); reviewed proposed additional changes to Master Purchase and Sale Agreement from UAW counsel and responded to same (1.2); conferred with D. Houlf and drafted additional proposed change to Master Purchase and Sale Agreement based on negotiations with representatives of states' Attorneys' General (1.5).	2,184.00
6/28/09	MQH	2.00	Attended daily telephone conference (1.1); reviewed and responded to e-mail re Section 363 sale (.9).	570.00

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6/28/09	PHR	12.20	Reviewed and responded to multiple e-mail re closing mechanics including share transfers (1.); conferred with E. Daly re assistance with preparation of documents for share transfer of certain LAAM entities (.5); reviewed documentation to effectuate share transfers included in LAAM shopping list (1.5); met with B. Dodgen and T. Hall re project and LAAM closing checklist (.5); reviewed documents re share transfers for GMEA (.6); drafted and e-mailed C. Araujo and S. Han re potential issues with preclosing restructuring of GMEA (.4); corresponded with S. Han re closing checklists and other matters (.3); answered questions and coordinated with B. Dodgen and T. Hall re documents and closing mechanics (.7); coordinated with S. Han and B. Lister-Tait re officers of various GM entities who will sign documents (.5); reviewed documents prepared by E. Daly and coordinated with T. Hall re updates (1.); conferred with T. Monson re status of work re share transfer mechanics and how to approach all-hands call on Monday (.5); reviewed documents re share transfers for LAAM (1.2); conferred with C. Ramachandran and S. Han to review slide deck in advance of Monday all-hands telephone conference (1.2); met with T. Hall re preparation of documents to effectuate share transfers in AP region (.5); corresponded with J. Smith re Autohaus joint venture agreement (.4); corresponded with S. Shamil re share transfer mechanics in AP (.3); met with T. Hall and B. Dodgen re status of documents and next steps (.4); reviewed drafts of documents prepared by B. Dodgen and T. Hall (.7).	3,477.00
6/28/09	JDL	1.00	Corresponded with H. Pais and A. Arons re name change (.2); e-mailed B. Boch re name change (.3); reviewed board slides (.5).	274.00
6/28/09	MEH	.50	Reviewed e-mail from Cadwalader re comments from counsel to Unsecured Creditors' Committee and from D. Batterson re schedule of call.	137.00

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6/28/09	DKA	6.80	Drafted, reviewed and edited First Amendment to Amended and Restated Master Purchase and Sale Agreement (1.); corresponded with M. Wolf, M. Ressler, D. Galant and J. Smolinsky re First Amendment (.7); corresponded with D. Gerard re Exhibit F (.1); reviewed Master Purchase and Sale Agreement and revisions since June 1st to update term sheet for Weil Gotshal (1.); reviewed and edited term sheet (2.9); corresponded with M. Wolf and M. Ressler re revised term sheet (.3); corresponded with S. Karotkin re revised term sheet (.1); reviewed and circulated revised closing checklist to J. Langston following appropriate FOIA procedures (.7).	1,863.20
6/28/09	ERD	3.80	Reviewed closing checklists (1.2); telephone conferences with P. Rosenbaum re same (.5); prepared offer and acceptance letters (1.8); researched necessary notarization process (.3).	1,041.20
6/28/09	LTH	4.80	Prepared various agreements for filing re transfer of shares in Latin American countries (2.3); reviewed requirements and notes provided re transfer of share certificates in various Latin American Countries (1.5); updated checklist and requirements for proper transfer of share certificates for Latin American entities (1.).	1,315.20
6/28/09	MZR	6.50	Revised term sheet to Master Purchase and Sale Agreement (3.5); updated closing checklist (.5); reviewed and revised amendment to Master Purchase and Sale Agreement (1.3); attended daily workstream closing call with J. DaMour et al. (1.2).	2,489.50

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6/28/09	BJD	11.00	Met with P. Rosenbaum and T. Hall re status and action items re issuance of new share certificates by first tier foreign subsidiaries (1.7); drafted list of documents and action items to be completed by Brazilian, Chilean, Ecuadorian and Egyptian subsidiaries of GM (1.6); filled in missing information in templates for documents required for issuance of new share certificates from Brazilian, Chilean, Ecuadorian and Egyptian subsidiaries of GM (1.9); edited and revised templates for documents required for issuance of new share certificates from Brazilian, Chilean, Ecuadorian and Egyptian subsidiaries of GM (2.4); updated checklist and shopping list provided by GM LAAM general counsel (1.1); drafted list of certified organizational documents of GM entities required by local counsel in LAAM region countries and sent to S. Han (.7); reviewed correspondence between LAAM, GME and AP regions to manage document production process (1.3); updated and revised First Tier Foreign Subsidiaries spreadsheet with information provided by LAAM, GME and AP regional counsel (.3).	3,014.00
6/28/09	GSK	4.30	Reviewed manufacturer and distributor applications for information that would need to be changed or resubmitted in case of name change (1.6); began preparing applications for same (2.7).	1,178.20
6/28/09	VKS	4.50	Prepared license applications for name change situation (3.9); reviewed license items re same (1.6).	1,233.00
6/28/09	IF	8.20	Drafted Transition Services Agreement (3.6); drafted Board Resolutions (2.1); drafted exhibit to corporate approval documents (2.5).	2,246.80
6/28/09	MXD	5.10	Drafted cover letters to agencies re name change of NGMCO, Inc. (1.3); drafted cover letter to agencies re supplemental information re name change of NGMCO (1.4); drafted new manufacturer applications and amendments to same (1.3); edited power of attorney and certifications, compiled new director and officer information of GM Company (1.1).	1,397.40

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6/28/09	NHB	5.00	Continued review and revisions of closing checklists (.4); continued review of transfer tax and document indexes and tracking checklists and notes (.3); developed additional Renaissance Center checklists (.8); continued deed and bankruptcy recording cover sheet drafting (1.3); reviewed and revised documents previously drafted (.7); e-mailed re open items and needed information and documents (.5); continued to organize documents and files (.3); continued to work re AHI stock transfer issues, updating of forms and lists re same and preliminary drafting of forms re same (.7).	1,300.00
6/29/09	DRM	5.70	Attended daily workstream closing call with J. DaMour et al. (1.7); memorandum to J. Gromacki and M. Wolf re foregoing (.1); memoranda to and from V. Lazar and A. Nicoll re language for draft order (.2); office conference with J. Gromacki, M. Terrien re status of preparation for hearing and closing (.3); telephone conference with D. Batterson re comments from Unsecured Creditors' Committee (.1); office conference with J. Gromacki and M. Terrien re transfer of officers from Oldco to Newco and sequence of election (.4); office conference with J. Gromacki et al. re name issues (.3); prepared for presentation of motion re rejection of leases and arranged for revised order to incorporate comments of counterparty (.5); reviewed latest filings and agenda (1.0); telephone conference with L. Lakin re hearing on rejection motions (.1); reviewed revised Section 363 order (.7).	4,371.90

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6/29/09	ELG	6.00	Extended telephone conference with P. McCarroll re matter status, Master Purchase and Sale Agreement revisions, corporate name changes, NAAG update and wind down plan for US Treasury and new letters needed (.5); prepared for telephone conference with Alix Partners and Weil Gotshal re environmental permits (.5); worked on notification letters to regulators re environmental documentation and name change issues (.6); updated P. McCarroll re same (.3); worked with A. Torrence and P. Boye-Williams re matter status, property transfer issues and name change (.5); met with F. Eichenlaub and D. Horvath re environmental matters to be recorded (.5); responded to P. McCarroll re name change follow-up (.4); telephone conference with P. McCarroll, T. Conway and B. Schmidt re name change and issues with Alix Partners and Master Purchase and Sale Agreement (.4); worked on responses to Alix Partners and Master Purchase and Sale Agreement (.5); telephone conference with P. McCarroll and B. Schmidt re AZ obligations (.3); conferred with P. Boye-Williams re same (.2); updated P. McCarroll, B. Schmidt and T. Conway on Alix Partners and Master Purchase and Sale Agreement issues (.3); reviewed Master Purchase and Sale Agreement-related e-mail from M. Wolf, D. Anna and M. Ressler (.4); continued work on name change/timing issues and strategy for transferring permits (.5); reviewed permit fact updates from GM (.1).	3,480.00
6/29/09	RLG	4.50	Followed up re Alix Partners' involvement and Master Purchase and Sale Agreement status (1.5); reviewed issues re name change notification (.5); reviewed e-mail re same (.5); reviewed issues re NCR, including e-mail from Weil Gotshal re same (.5); updated stipulation request (.5); reviewed GM reply brief in support of bankruptcy order (1.).	3,037.50

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6/29/09	DIR	12.00	Attended daily workstream closing call with J. DaMour et al. (1.8); participated in checklist call (2.2); telephone conference Weil Gotshal and Cadwalader re Transition Services Agreement and Master Lease Agreement (2.); telephone conference with Unsecured Creditors' Committee re Transition Services Agreement and Master Lease Agreement (2.3); telephone conference re with GM, Cadwalader and Unsecured Creditors' Committee re Transition Services Agreement and Master Lease Agreement (2.); revised closing issues (1.7).	8,100.00
6/29/09	ARV	.50	Reviewed materials re various issues re AG/licenses.	406.50
6/29/09	MJR	10.20	Commented re changes to Master Purchase and Sale Agreement re Harlem dealership and Kramer Levin mark-up (4.2); reviewed Master Purchase and Sale Agreement re VEBA notice (.5); edited summary of non-standard employment agreements and telephone conferences re same (5.5).	5,865.00
6/29/09	DSH	7.50	Participated in telephone conferences re outstanding real estate issues with GM representatives and Unsecured Creditors' Committee representatives (3.5); office conferences with F. Eichenlaub, V. Pacione and D. Resnick re closing of sale transaction (1.); reviewed the Master Purchase and Sale Agreement (1.); reviewed and revised the Transition Services Agreement (1.), and the Master Leases (1.).	3,750.00
6/29/09	WLS	.50	Conferred with M. Renaud re individual agreement structure (.2); worked on plan amendment liability allocation matters (.3).	383.50
6/29/09	MHM	2.10	Met with N. Berger re issues involved in obtaining certified copies of sale order (.3); met with and conferred with P. Long and D. Simons re same (.4); reviewed Chrysler sale order to estimate number of pages and time from hearing to entry of order (.4); reviewed docket and updated index of relevant sale hearing pleadings (.9); corresponded with D. Murray, M. Terrien, P. Trostle and H. McArn re same (.1).	546.00

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6/29/09	JFC	3.10	Attended daily workstream closing call with J. DaMour et al. (1.8); reviewed and e-mailed Master Purchase and Sale Agreement and transaction issues (1.); conferred with P. Rosenbaum re entry transfers (.3).	1,550.00
6/29/09	STL	7.50	Telephone conference with workstream re individual agreements (1.2); reviewed memoranda and materials re same (.6); reviewed memoranda and materials re US Treasury information requests (1.1); reviewed memoranda and materials re assumed plans (.5); prepared memoranda and materials re same (.2); reviewed memoranda and materials re treatment of Harlem benefits (2.5); office conferences with M. Renaud, M. Wolf and D. Anna re same (.6); prepared memoranda and materials re same (.8).	4,110.00
6/29/09	EGQ	12.20	Attended daily workstream closing call with J. DaMour et al. (1.7); telephone conferences with J. Hater re licensing issues (.5); telephone conference with W. Miller re various issues (.4); reviewed materials and telephone conference with G. Vello re warrant agent (.4); reviewed materials (.3); office conference with B. Boch re same and telephone conference with G. Vello and B. Boch (.2); reviewed and commented on liability summary (1.2); reviewed D&O information request (.5); multiple office conferences with M. DeMarino, M. Kopp, G. Knudsen and M. Whitchurch (1.); office conference with plating group (.4); telephone conference with V. Slosman and Pennsylvania representatives re moratorium and licensing process (.4); reviewed and revised summary charts (1.6); telephone conference with J. DaMour, D. Markowitz, H. Wilson and others re licensing (1.2); prepared summaries re same (.7); drafted and corresponded with G. Velez and A. Segovia re licensing liability (1.); reviewed draft applications (.7).	5,673.00
6/29/09	MST	1.70	Telephone conference with D. Murray re sale hearing (.2); conferred with J. Gromacki re same (.2); conferred with D. Anna and M. Wolf re Master Purchase and Sale Agreement edits (.4); conferred with D. Murray and J. Gromacki re closing issues (.4); reviewed proposed sale order (.5).	977.50

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6/29/09	FJE	12.60	Reviewed and updated checklists and circulated same to workstream and Cadwalader (.4); office conference with N. Berger, D. Garcia and Z. Sorman re closing status (.6); telephone conference with T. Conder and L. Haley re insurance provisions in leases and sent leases and Transition Services Agreement to L. Haley and S. Bamsey (.4); e-mailed and telephone conference with N. Berger re document binders (.2); telephone conference re status (1.8); telephone conference with T. Conder and R. Zablocki re property values (.3); telephone conference with L. Grayson re Saginaw waste water plant and e-mailed L. Grayson re same (.4); office conferences with N. Berger and D. Garcia re various closing issues, spreadsheets and documents (1.2); telephone conference with G. Ing and M. Garrick re signatures (.4); updated closing checklist (.5); e-mailed L. Smith and M. Wolf re Harlem lease and telephone conference with L. Smith re signatory (.2); office conference with N. Berger re documents and priority (.4); telephone conference with Unsecured Creditors' Committee re real estate comments (2.1); reviewed list of transfer tax issues and gave comments to N. Berger (.3); reviewed transfer tax statutes in Minnesota, Pennsylvania, Massachusetts, updated chart and reviewed information online re stock transfers (1.5); e-mailed L. Smith and N. Berger re transfer taxes and local counsels (.4); telephone conference with Cadwalader, D. Resnick, D. Horvath, GM, Weil Gotshal and Unsecured Creditors' Committee re real estate issues (1.5).	5,178.60
6/29/09	DEB	11.50	Attended daily workstream closing call with J. DaMour et al. (1.4); telephone conferences with K. Kopelman re Unsecured Creditors' Committee comments on Transition Services Agreement and schedules thereto (1.5); telephone conference with Cadwalader, Unsecured Creditors' Committee counsel, client and J&B team on Transition Services Agreement and schedules thereto (1.3); prepared Transition Services Agreement and schedules thereto (7.3).	6,612.50

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6/29/09	MTW	11.20	Conferred with and e-mailed J. DaMour, A. Segovia, L. Buonomo and others re first amendment and reviewed and revised same (7.); conferred with and e-mailed Unsecured Creditors' Committee counsel and other constituents re Master Purchase and Sale Agreement (4.2).	5,824.00
6/29/09	BRB	11.00	Attended daily workstream closing call with J. DaMour et al. (1.7); reviewed warrant agreement and conferred with E. Quinlisk re issues (.5); reviewed final amendment documents and exhibits (2.); corresponded with M. Wolf re Registration Rights Agreement matters (.3); reviewed financing documents (3.); reviewed certificate of designation and considered transfer agreement issues (1.); reviewed closing checklist (1.5); corresponded with A. Larin re governance matters (.5); conferred with M. Wolf re settlement agreement issues (.5).	6,028.00
6/29/09	JPG	13.60	Worked on amendment and restatement of Master Purchase and Sale Agreement and related correspondence (5.5); conferred re closing logistics (2.); reviewed issues with A. Larin and P. Gelston (1.6); met with R. Osborne re status of, and state of preparedness for, closing (2.); followed up with J. DaMour and others re DGCL name change issues (1.5); conferred with E. Quinlisk re pre-closing issues relating to licensing and permitting applications (1.).	9,683.20
6/29/09	CEK	.50	Attended telephone conference re two part ruling.	361.50
6/29/09	AP	1.60	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed open issues (.6).	832.00

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6/29/09	GMD	6.90	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed and considered draft of VEBA secured note (.7); conferred with D. Houlf, M. Wolf and others re tax-related amendment in Master Purchase and Sale Agreement and reviewed and revised amendment language and circulate same (1.5); researched and conferred re amendment re workers compensation issue and suggested draft amending language (.5); conferred with D. Houlf, V. McInnis and B. Collins re limiting employer identification number changes and resulting reregistration filings (2.8); reviewed and commented on J. Pae's summary of principal tax changes to Master Purchase and Sale Agreement (.4).	3,588.00
6/29/09	PLB	4.90	Office conference with A. Torrence re status (.3); prepared for meeting re property transfer issues (.3); met with F. Eichenlaub, D. Horvath, E. Grayson and A. Torrence re property transfer issues and required deed notices (.6); office conference with A. Torrence re property transfer notice requirements in Michigan and Indiana (.6); telephone conference with L. Fitzpatrick re property transfer requirements (.2); reviewed e-mail from P. McCarroll, R. Graham and E. Grayson re name change of NewCo and how it relates to permit transfer requirements (.2); reviewed Yuma Proving Grounds air permit requirements (.4); telephone conference with T. Baggione at AZ DEQ re transfer of air permit (.4); telephone conference with E. Grayson re status (.2); e-mailed P. McCarroll and B. Schmidt outlining requirements for transfer of air permit in Arizona (.4); e-mailed E. Grayson and A. Torrence re status (.1); reviewed e-mail from E. Grayson and A. Torrence re status of property transfer requirements and deed notice requirements (.4); reviewed status of deed notice requirements for certain properties in Michigan (.8).	1,876.70

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6/29/09	VMP	7.30	Telephone conference with J&B real estate, Weil Gotshal real estate, Cadwalader real estate and GM real estate re matters on real estate closing checklist (1.5); conferred with I. Gold re lease amendment for site in Roanoke, TX (.5); conferred L. Markham re determination of active leases at Spring Hill, TN and Kansas City, KS facilities (.5); revised and edited exhibits to omnibus assignment and assumption of real property leases (.2); corresponded with P. Lucy re open issues in lease amendments for Ypsilanti, MI leased sites (.5); revised Ypsilanti, MI lease amendments (.8); reviewed lease for governmental policy site in Washington, D.C. (.8); reviewed landlord's draft of lease amendment for Washington, DC site and revised amendment (1.5); reviewed lease in Torrance, CA containing right of first refusal by landlord (.5); revised form of assignment of Harlem, NY dealership (.5).	2,795.90
6/29/09	RHC	1.70	Prepared for telephone conference (.1); conferred with GM, Alix and Honigman (1.2); conferred with J. Cox re status (.2); corresponded with T. Li re state of status of mobile equipment leases (.2).	651.10
6/29/09	MQH	10.00	Attended daily workstream closing call with J. DaMour et al. (1.3); reviewed name reservation for new GM and researched necessary filings (2.2); reviewed documents including form consents and comments received from third parties re consent and negotiated same in anticipation of domestic entity transfers and had various telephone conferences with S. Han, B. Lister-Tait and J&B associates to discuss domestic entity (5.); reviewed amendment to Master Purchase and Sale Agreement and responded to various e-mail on various closing items including coordination of closing documents and inclusion of agreements on assumed executory contract schedule (1.5).	2,850.00

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6/29/09	PHR	12.00	Conferred with S. Han, T. Hall and members of AP team re joint venture consents and mechanics for share transfer agreements (1.); attended all-hands telephone conference re Delphi, other workstream status and deep dive on international workstream (2.); conferred with J. Karas at Cadwalader re share transfer mechanics (.5); conferred with S. Han, E. Daly and members of GME team re joint venture consents and mechanics for share transfer agreements (1.2); reviewed and responded to multiple e-mail re share transfer mechanics (.8); reviewed closing checklist for LAAM in preparation of call with LAAM (.5); conferred with S. Han, B. Dodgen and members of LAAM team re joint venture consents and mechanics for share transfer agreements (1.); conferred with T. Hall, E. Daly, B. Dodgen and J. Karas and other members of Cadwalader team re share transfer mechanics (.7); reviewed and revised draft share transfer agreement and sent to Cadwalader (1.5); conferred with C. Araujo re LAAM checklist (.8); reviewed and responded to multiple e-mail and telephone conferences re share transfer mechanics (2.).	3,420.00
6/29/09	MEH	2.50	Conferred with D. Batterson re changes to Transition Services Agreement (.5) conferred with Kramer Levin, US Treasury and client re Creditors Committee comments to Transition Services Agreement (1.5); e-mailed re insurance services to be provided in Transition Services Agreement (.5).	685.00
6/29/09	AAT	4.00	Reviewed research re environmental property transfer requirements (.5); met with D. Horvath, L. Grayson, P. Boye-Williams and F. Eichenlaub re environmental property transfer requirements and potential deed notices (.5); telephone conference with L. Fitzpatrick and P. Boye-Williams re property transfer notice and corrective action notices (.5); reviewed information provided by real estate re existing title notice for corrective action sites (1.); created chart tracking corrective action sites and title notice (.8); drafted letter acknowledging receipt of property transfer notices (.7).	1,096.00

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6/29/09	TRF	2.80	Met with E. Quinlisk re licensing of Dealer sub (.3); researched licensing requirements for dealer sub (2.5).	1,150.80
6/29/09	DKA	13.60	Reviewed Cadwalader's proposed amendment and J&B's proposed amendment to Amended and Restated Master Purchase and Sale Agreement (.3); retrieved information for FSA filings and corresponded with O. Lysak and I. Fradkin re information for FSA filings (1.3); reviewed J. Langston's comments to FSA form (.3); corresponded with Cadwalader re revised FSA forms (.5); coordinated creating additional signing binders for J&B personnel (.5); reviewed and edited First Amendment to Master Purchase and Sale Agreement (2.6); conferred with J&B subject matter experts re First Amendment to Master Purchase and Sale Agreement (1.6); conferred with T. Ling and M. Renaud re dealer benefit plan assumption (.5); drafted and reviewed exhibit to Assignment and Assumption Agreement for assignment of Chevrolet-Saturn of Harlem, Inc. and conferred with M. Wolf re same (1.); reviewed and incorporated comments to First Amendment to Master Purchase and Sale Agreement from GM, tax, benefits and M. Wolf and conferred with M. Wolf and M. Ressler re same (3.5); circulated First Amendment to Cadwalader, GM, Weil Gotshal and J&B personnel and corresponded with Cadwalader, GM, Weil Gotshal and J&B personnel re same (1.1); corresponded with Cadwalader re consent letter (.4).	3,726.40
6/29/09	ERD	3.40	Office conference with P. Rosenbaum re international subsidiary stock transfers (.3); conferred re European subsidiary stock transfer issues (1.4); drafted form of share transfer agreement (1.); conferred with P. Rosenbaum, L. Hall and B. Dodgen re international stock transfers and joint ventures (.7).	931.60

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6/29/09	LTH	3.70	Revised share transfer documents for each of first-tier foreign subsidiaries in Asia-Pacific region pursuant to changes in names of entities (1.5); telephone conference with P. Rosenbaum and GM Asia-Pacific (1.); conferred with Australian and Japanese counsel re share transfer process for each of foreign entities located in Asian Pacific region (.7); reviewed and revised documentation received from foreign counsel re Japanese entities (.5).	1,013.80
6/29/09	PJT	1.50	Office conferences with D. Murray and M. Terrien re preparations for sale and lease rejection hearings (.4); reviewed hearing agenda for 6/30 sale hearing (.2); reviewed debtors' omnibus response to objections to sale motion (.9).	1,050.00
6/29/09	MZR	10.00	Attended daily workstream closing call with J. DaMour et al. (1.3); prepared blackline copies of exhibits to Master Purchase and Sale Agreement (1.7); reviewed amendment to Master Purchase and Sale Agreement and open issues related thereto (7.).	3,830.00
6/29/09	JQC	6.20	Conferred with New York State Division of Vehicle Safety Services re transferability of license plates (1.); conferred with New Mexico Motor Vehicle Division re transferability of license plates (.3); conferred with North Carolina Department of Transportation - Division of Motor Vehicles re transferability of license plates (.5); conferred with North Dakota Department of Transportation re transferability of license plates (.4); conferred with Ohio Bureau of Motor Vehicles re transferability of license plates (.6); conferred with Oklahoma Motor Vehicle Commission re transferability of license plates (.5); conferred with Pennsylvania Department of Transportation - Driver and Vehicle Services re transferability of license plates (1.); conferred with Oregon Department of Transportation - Department of Motor Vehicles (.3); conferred with Rhode Island Division of Motor Vehicles re transferability of license plates (.5); summarized findings and made follow-up calls to New York, Pennsylvania, and Oklahoma re transferability of license plates (1.1).	1,698.80

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6/29/09	BJD	9.00	Updated transferred entities tracking chart to include share certificate information (1.4); updated First Tier Foreign Subsidiaries spreadsheet with information contained in e-mail from local counsel in each of LAAM, GME and GM AP regions (1.4); combined and consolidated checklist and shopping list for LAAM region (3.3); updated document templates to include correct company names, addresses and signatories (1.8); conferred with C. Araujo, T. Pereira and P. Rosenbaum re steps necessary to issue new share certificates (1.1).	2,466.00
6/29/09	DWH	13.60	Prepared for meeting and met with M. Hill and diligence team to update outstanding issues charts for transfer requirements (1.3); reviewed list of stock certificates and collected missing copies of certificates to be replaced (.8); prepared and sent email with update and documents to Cadwalader to review (.7); reviewed joinder agreements and stock holder agreements for transferring entities (2.); correspondence with Weil Gotshal to reconcile stock certificate information (.6); reviewed Segway documents (.4); correspondence with Alix Partners to access the assumable contracts database (.5); correspondence and calls with NYTO; A. Lowenthal and Mascoma to address Mascoma transfer restrictions (2.); correspondence with OEConnection and preparation and review of transfer documents (1.5); calls and correspondence with D. Renner and Pentastar counsel to arrange issuance of new stock certificate (1.8); correspondence with Cadwalader re signing off on OEConnection and other transfer documents (.8); reviewed and replied to emails from B. Lister-Tait, M. Hill, A. Otto-Classon, D. Millison and others re transfer of subsidiaries (1.2).	3,726.40

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6/29/09	EMJ	2.00	Searched secretary of state websites re official name of GM subsidiaries and conferred with T. Condor (GM) to verify Grand Pointe Holdings (.5); conferred with H. Milewski re Toledo title commitment and REALM parcel (.5); reviewed e-mail re Tonawanda consent (.2); reviewed e-mail re legal description issues (Romulus) and met with N. Berger re same (.3); reviewed title company's comments to Janesville legal description and met with N. Berger re same (.3); followed up with J. Voisine at title source re corrective deed issue at Sayville (.2).	548.00
6/29/09	GSK	3.60	Edited manufacturer and distributor applications to reflect name change.	986.40
6/29/09	MRK	8.00	Conferred with E. Quinlisk and licensing group re new structure of corporation, updating liability chart, and recalling our states re name change letter (.5); edited liability chart re contact names and positions, dates, call summaries, and agency name and contact information (2.2); conferred with states re accepting letter for name change and not entire new application and populated states' answers in name change chart (.6); created new user-friendly GM director and officer questionnaire, circulated to licensing group for edits and sent final version to E. Quinlisk (3.5); filled out California fingerprint card information and sent (.5); reviewed new documents sent from Cadwalader and informed licensing group re its contents (.3); scanned in new California executed documents and e-mailed them to state agency (.4).	2,192.00
6/29/09	KEM	8.10	Entered and revised notes re calls to DMVs into chart (1.); met with E. Quinlisk and M. Whitchurch re status of calls and potential issues (.3); telephone conferences with representative at the Puerto Rico Departamento de Transportacion Publica (.9), Massachusetts Registry of Motor Vehicles (.5), Minnesota Department of Public Safety (1.7), Missouri Department of Revenue (1.2), Nebraska Motor Vehicle Licenses (.7), New Jersey Motor Vehicle Commission (1.2) and Nevada Department of Motor Vehicles (.6).	2,219.40

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6/29/09	SRM	.70	Reviewed docket re objections to sale and reviewed same.	191.80
6/29/09	DBM	9.30	Restarted process of collecting documents to transfer entities due to GM name change (3.0); began processes of transferring Canadian entities to New GM (2.0); drafted documents and email correspondence with D. Van Doorn (4.0); began process of checking to see if contracts of entities on transfer entity chart were on Assumable executory contract list (.30).	2,548.20

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6/29/09	ACO	13.50	Met with M. Hill and D. Higginbotham re status and next steps for transferring entities (1.9); e-mailed S. Cernak re Ford and Chrysler consents for CAMP and USCAR and reviewed e-mail from S. Cernak re same (.3); e-mailed R. Gillum re needed signature for transfer of Detroit Investment Fund, LP (.1); e-mailed A. Jackson and S. Han re consent and addendum for transferring DMAX, Ltd. (.4); e-mailed M. Hill re S. Han's suggestion for change to form addendum (.3); e-mailed E. Shaffer re transfer of Giner Electrochemical Systems, LLC (.1); e-mailed A. Mistry re re-signing GM GEFS L.P. transfer documents due to change in name of assignee (.2); e-mailed T. Turk re status of signatures for Monetization of Carve-Out LLC consent and conferred with E. Brown re possible need for notifying rating agencies (.5); prepared for telephone conference with L. Kilarski and J. Munro re transfer of interest in Wind Point Partners III, LP (.3); e-mailed J. Forns and A. Zell re sign off of transfer documents (.3); conferred with B. Lister-Tait re transfer requirements and update re transfers (.6); updated tracking chart for transferring entities (.8); conferred with J. Braun and J. Adamich re R. Damman's concern with Monetization of Carve-Out LLC transfer and e-mailed operating agreement and consent to J. Adamich (.6); conferred with D. Doogan re response from Boeing for HRL Laboratories LLC transfer (.3); conferred with P. Trulik re new assignee name for Detroit Investment Fund LP transfer (.3); met with and e-mailed D. Higginbotham and M. Hill re current status and next steps (1.8); drafted addendum for GM Asia Pacific Holdings, LLC and GM Preferred Finance Co. Holdings LLC (.5); prepared for Transition Services Agreement telephone conference re US Treasury comments and attended same (2.); reviewed notes from call and reviewed e-mail from D. Batterson and M. Harrison re same (.1); reviewed comments from Cadwalader re transfer documents and conferred with M. Hill and D. Higginbotham (1.2); worked on updating tracking chart for transfer of entities (.5); reviewed e-mail re assumable executory contracts and conferred with D. Higginbotham (.4).	3,699.00
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6/29/09	VKS	4.40	Met with E. Quinlisk, M. Kopp, M. DeMarino and G. Knudsen re licensing applications (.4); conferred with Texas and NC re application process for change of name of New GM and updated liability/timing chart accordingly (1.); updated liability chart and call log (1.5); participated in telephone conference with PA authorities to determine requirements for licensing application and to discuss liability concerns and updated all charts and records to reflect call (1.); edited officer questionnaire (.5).	1,205.60
6/29/09	JXW	4.70	Prepared response to US Treasury concerns on individual agreements (2.); updated spreadsheet summarizing individual agreements (.6); conferred with M. Pieroni re US Treasury concerns on individual agreements (.7); prepared FOIA and ATIA documentation for individual agreement documents (.6); prepared documents to submit to Canada responsive to splinter union questions (.4); corresponded with A. Murray and M. Pieroni re splinter union documents (.4).	1,287.80

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6/29/09	AWM	5.10	Met with E. Quinlisk, M. Whitchurch, K. Martin, M. Horan and J. Conley re obtaining information re procedures in different states on transfer of license plates (.3); conferred with Idaho Department of Transportation Division of Motor Vehicles re forms to be filed to obtain manufacturing licensing plates (.4); conferred with Indiana Secretary of State, Bureau of Motor Vehicles (various departments) re forms to be filed to obtain manufacturing, commercial and passenger license plates (1.2); conferred with Iowa Motor Vehicle Commission and Polk County's Vehicle Licensing Department re forms to be filed to obtain manufacturing license plate (.4); conferred with Kansas Department of Revenue, Division of Motor Vehicles (Dealer Licensing Department and Passenger Vehicles Licensing Department) re forms to be filed to obtain manufacturing license plates (.5); conferred with Kentucky Motor Vehicle Commission and IRP Section re forms to be filed to obtain manufacturing license plates (.9); conferred with Maryland Department of Transportation, Motor Vehicle Division re transferring or obtaining new dealer and passenger license plates and forms to be filed to obtain dealer and passenger license plates (.7); updated chart provided by M. Whitchurch (.4); corresponded with Director of Kentucky Motor Vehicle Commission re transfer of dealer license plates (.3).	1,397.40
6/29/09	IF	7.40	Participated in telephone conference with Promark re contingency plan (1.1); conferred with T.Knapp, P. Jock and others re contingency plan (.5); reviewed Delaware law (1.2); drafted transaction documents (4.6).	2,027.60
6/29/09	MXD	6.30	Office conference with E. Quinlisk re status of state processing manufacturer applications and drafted chart of same (1.3); conferred with state agencies re processing of applications (2.1); compiled supplemental information for new brands being licensed and edited cover letters re same (1.9); conferred with state agencies re liability of manufacturing without licenses and updated liability chart re same (1.).	1,726.20

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6/29/09	ZLSX	10.50	Met with Section 363 sale transaction team re status of transaction and assignments to complete and follow-up re same (1.); updated ancillary document checklist (1.); continued review, organization and preparation of execution copies of closing documents and exhibits to same (2.); updated transfer tax tracking spreadsheet and master document tracking checklist (2.5); updated transfer tax forms (4.).	1,575.00
6/29/09	DOG	13.10	Attended daily department status meeting (1.1); revised cover sheets for recording bankruptcy orders (1.2); assembled transfer tax forms from each state and revised checklists for daily status meeting (0.8); met with A. Savani re conference room technology set up (.4); revised drafted deeds (1.6); drafted online transfer tax forms (1.5); drafted transfer tax declarations for AHI properties (2.8); reviewed AHI properties for accuracy (1.4); revised transfer tax spreadsheets (2.3).	1,965.00
6/29/09	MBH	7.00	Researched title and license regulations for dealer, manufacturer and passenger vehicle plates re various states (6.5); updated summary chart re same (.5).	1,820.00
6/29/09	NHB	11.00	Attended department status and assignment meetings (1.6); follow-up with F. Eichenlaub, D. Garcia and Z. Sorman re assignments (.4); continued review and revisions of closing checklists (.6); continued review of transfer tax and document indexes and tracking checklists and notes (.9); confirmation of current property lists and needed changes (.7); continued deed and exhibit drafting (2.2); continued transfer tax form and legal description drafting (.7); reviewed and revised previously drafted documents (1.9); conferred with and e-mailed re open items re transfer taxes, stock transfer, legal description issues and miscellaneous pre-closing issues (1.3); continued preparation of documents for signature (.4); continued organization of documents received re lease amendments (.3).	2,860.00

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6/29/09	MLW	7.00	Office conferences with E. Quinlisk re manufacturer and distributor application process (.8); met with E. Quinlisk, J. Conley, A. Margasinska, K. Martin and M. Horan re status of license plate transfer process (.3); telephone conferences with states re same (2.3); edited chart re same (1.6); reviewed and responded to E. Daly e-mail re GM Corporation and subsidiary Good Standing Certificates (.2); telephone conferences with CT Corporation re same (.2); telephone conference with B. Dodgen re same and apostille process in foreign jurisdictions (.2); multiple telephone conferences with M. Hill re GM Corporation name reservation process (.3); multiple telephone conferences with CT Corporation re same (.3); reviewed and prepared e-mail re same (.8).	1,820.00
6/29/09	DRG	.30	Multiple conferences with J. Gromacki and M. Wolf re name availability in Delaware re GM Corp. (.1); performed Internet Due Diligence re same (.1); multiple conferences with CT and Secretary of State of Delaware re same (.1).	73.50

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6/30/09	ELG	5.00	Reviewed update on Saginaw waste water plant recommendations from R. Threlkeld (.3); reviewed update from P. McCarroll re MI Part III issues (.2); reviewed updates on waste water plant from R. Threlkeld and J. Walle (.3); responded to liability issues raised by F. Eichenlaub re owner versus operator liability (.5); reviewed RCRA order issue from T. Conway re: notice obligations at issue (.3); conferred with P. McCarroll re IDEM support needed (.1); directed new research by A. Torrence re IDEM authorities (.3); met with R. Graham and K. Holleb-Hotaling re legal objection in hearing about Superfund site (.5); extended telephone conference with P. McCarroll, B. Schmidt and T. Conway re matter status, name change, IDEM issues and permit transfer timing (.5); reviewed updates from H. Milewski re SMCO landfill/waste water plant and DMax issues (.3); developed and revised transfer letters for NGMCO, GM Company and GM LLC (.8); reviewed legal objection concerns raised re IN Superfund site (.5); conferred with F. Eichenlaub re Master Purchase and Sale Agreement/MLA issues related to SMCO (.3); conferred with A. Torrence re IDEM follow-up response (.1).	2,900.00
6/30/09	RLG	4.00	Reviewed various environmental objections in bankruptcy (2.); e-mailed re same (.5); conferred with E. Grayson and K. Holleb Hotaling re same (.5); updated bankruptcy hearing in New York (.5); reviewed e-mail from D. Berz of Weil Gotshal re status (.5).	2,700.00
6/30/09	DIR	11.00	Attended daily workstream closing call with J. DaMour et al. and followed up re same (2.5); telephone conferences with clients, Cadwalader and Unsecured Creditors' Committee counsel re Unsecured Creditors' Committee issues and Master Lease Agreement and Transition Services Agreement (2.3); revised Master Lease Agreement (2.8); telephone conference re Master Lease Agreement and Transition Services Agreement (1.5); reviewed closing issues (1.9).	7,425.00
6/30/09	ARV	.30	Reviewed facsimile and followed up re AG issue.	243.90

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6/30/09	MJR	8.50	Commented on non-standard employment agreements (1.8); reviewed due diligence requests re individual agreements, dealer plans, and splinter union pension plans and telephone conferences re same (6.5); attended workstream telephone conference (.2).	4,887.50
6/30/09	DSH	7.00	Worked on real estate matters re Master Puurchase and Sale Agreement and Transition Services Agreement for Section 363 sale transaction (3.5); participated in telephone conference with Unsecured Creditors' Committee and GM representatives re transaction (3.5).	3,500.00
6/30/09	WLS	1.30	Worked on plan assumption issue (.5); telephone conferences with M. Renaud re hourly pension plan funding matters (.5); conferred with R. Sinnappan re same (.1); worked on contract assumption matters (.2).	997.10
6/30/09	JFC	2.30	Attended daily workstream closing call with J. DaMour et al. (1.3); e-mailed M. Wolf and other J&B working group members re sale hearing/closing issues and re Master Purchase and Sale Agreement schedule matters and reviewed proposals re same (1.).	1,150.00
6/30/09	STL	8.60	Reviewed memoranda and materials re treatment of Harlem (1.9); reviewed memoranda and materials re amendments to Master Purchase and Sale Agreement and schedules (2.2); prepared memoranda and materials re same (.8); office conferences with M. Renaud. M. Ressler, M. Hill and J. Wenell re same (.9); reviewed memoranda and materials re schedules (.5); prepared memoranda and materials re same (.5); reviewed memoranda and materials re US Treasury information requests (1.2); reviewed memoranda and materials re purchaser plan assumption (.6).	4,712.80
6/30/09	KHH	1.60	Office conference with R. Graham re N. Bernstein objection (.2); compiled information re representation of N. Bernstein (.5); researched members of EnviroChem Trust (.3); reviewed and analyzed objection (.3); office conference with R. Graham and E. Grayson re same (.3).	744.00

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6/30/09	EGQ	15.10	Daily call with working group (1.2); reviewed and commented on materials (1.3); reviewed and exchanged correspondence re liability charts (.9); exchanged correspondence with J. Hater re various issues(.5); telephone conference with J. Hater (.3); exchanged correspondence with P. Rosenbaum re various issues (.2); updated licensing summaries (0.7); multiple telephone conferences with M. DeMarino, G. Knudsen, M. Kopp and V. Slosman re licensing issues (1.2); reviewed and commented on revised information requests (.5); exchanged correspondence re same (.4); exchanged correspondence re zoning issues (.3); exchanged correspondence re warrant agent (.2); telephone conference with G. Vello re warrant related issues (.4); reviewed licensing summaries and materials (.7); telephone conference with PA authorities and V. Slosman re license (.5); office conference with V. Slosman re licensing issues (.3); office conference with T. Failor re Saturn Harlem and licensing efforts (.3); telephone conferences with G. Velez re various issues (.5); exchanged correspondence re zoning issues (.2); telephone conferences with various states re license timing (.7); telephone conference with licensing working group re status and open items (.6); reviewed revised charter and bylaws (.3); reviewed and commented on revised applications (1.1); exchanged correspondence re Harlem (.2); reviewed license plate summary (.3); reviewed and commented on revised summary charts (.8); telephone conference with J. Weissman re warrant related issues (.2); telephone conference with G. Velez re licensing issues (.3).	7,021.50
6/30/09	TM	.50	Worked on consents and transfers.	275.00

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6/30/09	FJE	12.60	Office conference with working group re closing (.6); office conferences with N. Berger re closing issues (.6); telephone conferences with local counsel in New York and New Jersey re transfer taxes and e-mailed re same (.8); telephone conference with Unsecured Creditors' Committee re leases, Transition Services Agreement and follow up telephone conference with GM re same (2.6); revised leases blacklined and sent same to D. Resnick and D. Horvath (2.2); coordinated review of transfer tax exemptions, discussions with PA and SC counsel, Weil Gotshal and N. Berger (1.1); coordinated revisions to Unsecured Creditors' Committee terminations (.4); e-mailed W. Corley, T. Cassino, S. Nadolski and N. Berger re recording, entity qualifications and other closing issues throughout day (1.8); updated checklist (.4); telephone conference with D. Homic Hoge, office conference with D. Resnick and e-mailed T. Cassino re execution of documents (.6); coordinated discussion re title insurance and telephone conference with GM working group re same (.3); telephone conference with D. Girard and e-mailed D. Horvath, N. Berger and G. Morse re personal property values (.4); revised leases to incorporated D. Resnick's comments (.6); e-mailed B. Neuman re execution of documents (.2).	5,178.60
6/30/09	DEB	6.20	Attended daily workstream closing call with J. DaMour et al. (1.3); telephone conference with J. Kimbel, J&B RE team and others re Transition Services Agreement matters (.4); preparation of revised schedules (4.5).	3,565.00
6/30/09	MTW	4.20	Attended daily workstream closing call with J. DaMour et al. (1.); followed up re hearing (.8); reviewed and revised second amendment (.8); reviewed and revised stock transfer slide deck and e-mailed re same (.5); e-mailed M. Millikin, F. Jaworski, R. Gietz, Unsecured Creditors' Committee counsel and others re various issues (1.1).	2,184.00

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6/30/09	BRB	12.30	Reviewed issues re stock issuance mechanics (.5); attended daily workstream closing call with J. DaMour et al. (1.3); conferred with P. Gyr re preferred stock issues (.4); reviewed closing checklist (.4); analyzed treatment of settlement agreement matters under Master Purchase and Sale Agreement (2.); corresponded with M. Wolf re same (.2); conferred with F. Jaworski re settlement agreement issues (.2); conferred with J. Weissman re closing mechanics (.3); conferred with A. Larin re governance issues (.3); reviewed treatment of settlement agreement under draft bankruptcy court order (1.7); commented on sale approval press release and conferred with W. Tolbert re same (.4); conferred with M. Hill re settlement agreement issues (.2); reviewed Asset Purchase Agreement in preparation for closing (2.4); conferred with J. DaMour and others re name change issues (.3); conferred further with A. Larin and M. Hill re same (.4); conferred with M. Wolf re settlement agreement issues (.8); revised slides re timing of name changes (.5).	6,740.40
6/30/09	JPG	3.90	Meetings with representatives of Unsecured Creditors' Committee and related follow up (1.2); worked on proposed amendment to Master Purchase and Sale Agreement (1.5); related correspondence and meetings (1.2).	2,776.80
6/30/09	CEK	1.00	Reviewed two-part ruling, substantially all demo, and cover letter, for submission to the IRS; comments to Bryan Collins of Deloitte.	723.00
6/30/09	AP	4.00	Attended daily workstream closing call with J. DaMour et al. (1.); investigated corporate name availability for Delaware (2.); telephone conference with J. Sedlar re same (.1); conferred with J. Gromacki, M. Hill and M. Whitchurch re same (.3); reviewed open issues (.6).	2,080.00
6/30/09	SZM	.30	Emails with M. Davis regarding nonprofit GM entities and transfers of control in Section 363 sale.	156.00

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6/30/09	GMD	2.70	Attended daily workstream closing call with J. DaMour et al. (1.); reviewed executed first amendment to amended and restated Master Purchase and Sale Agreement (.2); reviewed e-mail, consider and discuss issues re proposed name change and employer identification number issue (1.); reviewed and revised draft Seller Non-Foreign FIRPTA certificate and conferred with D. Anna re same (.5).	1,404.00
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6/30/09	PLB	5.60	Reviewed e-mail re Saginaw waste water plant service agreement (.2); reviewed e-mail from D. Berz re court objection to environmental retained liability language (.1); reviewed sales agreement language re environmental retained liabilities (.2); office conference with R. Graham re responding to D. Berz re court concern re environmental retained liabilities (.2); office conference with A. Torrence re status (.1); reviewed e-mail appearing to resolve Saginaw waste water plant services to be provided between OldCo and NewCo (.1); reviewed title information for properties in Michigan which should have corrective action notices recorded in title (.4); e-mailed F. Eichenlaub re Michigan recording requirements and result of analysis of title information for corrective action properties (.2); e-mailed B. Schmidt requesting clarification re status of preparing notice form to IDEM re transfer of property to NewCo (.2); office conference with K. Holleb Hotaling re filed objection to bankruptcy and Section 363 sale (.1); reviewed letter drafted by A. Torrence whereby NewCo waives notice of environmental conditions on property per state and federal statutes addressing transfer of impacted property (.4); e-mailed A. Torrence re same (.1); reviewed and responded to e-mail from P. McCarroll re permits which are not transferable (.6); updated research re requirements for applying for new permit re non-transferable permits (.5); telephone conference with P. McCarroll re non-transferable permits (.2); office conference with A. Torrence re non-transferable permit requirements (.4); prepared and updated chart showing non-transferable permit information (.6); telephone conference with J. Seibert re Reno permits (.1); telephone conference with E. Grayson re status (.1); reviewed e-mail from F. Eichenlaub re transfer of dealerships in New Jersey (.1); telephone conference with A. Torrence re same (.2); researched New Jersey statute re transfer of properties which may have environmental impacts (.4); e-mailed F. Eichenlaub re research (.1).	2,144.80
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6/30/09	VMP	8.80	Revised lease amendment for office site in Washington, D.C. (1.); conferred with D. Horvath and I. Gold re assumption issues re Roanoke, TX lease (.8); conferred with D. Horvath, T. Conder and L. Haley re Roanoke, TX lease (.5); reviewed Roanoke, TX lease based on prior telephone conferences (.8); reviewed exhibits to Omnibus Assignment and Assumption of Real Property Leases (1.2); reviewed lease for Fuel Cell Center in Torrance, CA and drafted lease amendment based on terms sent by D. Spencer (1.8); conferred with J. Smolinsky and D. Horvath re Roanoke, TX lease (.3); conferred with T. Conder and D. Horvath re Roanoke, TX lease (.3); began reviewing real estate schedules to new financing documents sent by Justin Mapes at Weil Gotshal (1.3); revised lease amendments for SPO Ypsilanti sites based on conversations with P. Lucey (.8).	3,370.40
6/30/09	RHC	.20	Met with P. Rosenbaum re tax indemnification agreement.	76.60
6/30/09	MQH	8.00	Prepared and reviewed domestic transfer entity documents, discussed same internally and had various calls re same with Cadwalader, B. Lister-Tait and J&B associates (3.9); followed up on exclusion of LBK LLC (1.5); reviewed amendment to Master Purchase and Sale Agreement (1.); responded to various open issues including inclusion of contracts on assumed executory contract schedule and consent from US Treasury for certain actions (1.5).	2,280.00

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6/30/09	PHR	15.80	Attended all-hands call re licensing and permitting activity and other matters re closing (1.3); conferred with C. Ramachandran re Uzbek and Polska joint ventures (.5); conferred with B. Chow at Weil Gotshal re legalization and consularization of documents (.4); met with R. Wallace re LAAM closing checklist (.5); conferred with J. DaMour, S. Han and C. Ramachandran re Uzbek and Polska joint ventures (.8); corresponded with F. Patel re conditional waiver for Suzuki loan agreement (.2); conferred with C. Araujo and T. Pereira of GM and R. Wallace, B. Dodgen and J. Casper re LAAM closing checklist (2.); reviewed and responded to multiple e-mail re closing (.5); conferred with J. Forlenza of Weil Gotshal and J. Karas of Cadwalader re pledged shares and restructuring of LAAM entities (.4); drafted and sent e-mail outlining same (.4); reviewed and revised draft of conditional waiver for Suzuki loan provided by F. Patel and P. Gaines (.6); coordinated with D. Millison re Hydrogenics share transfer (.8); conferred with J. Karas re form of share transfer agreement (.5); met with T. Monson re share transfer mechanics for Hydrogenics (.5); conferred with C. Araujo and T. Pereira of GM, A. Zell of Cadwalader and R. Wallace, B. Dodgen and J. Casper of J&B re LAAM closing checklist (3.2); corresponded with B. Chow of Weil Gotshal re termination of pledge of GMEA shares (.4); met with B. Dodgen, R. Wallace and J. Casper re LAAM closing documents and next steps (.6); reviewed and revised GM Nigeria and GMEA documents and sent to A. Mistry for signature (1.); corresponded with B. Adderly re transfer of shares of Bermuda company (.7); edited and revised share transfer agreement and sent to LAAM, GME and AP regions (.5).	4,503.00
6/30/09	JDL	.30	Corresponded with B. Boch re transfer agent under certificate of designations (.2); conferred with B. Boch and P. Gyr re same (.1).	82.20

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6/30/09	MEH	3.00	Conferred with J. Kimbel and C. Cook re IS&S issues with Transition Services Agreement (.6); revised Transition Services Agreement for submission to bankruptcy court and circulated same (1.); e-mailed client re final changes to Transition Services Agreement, including IS&S comments (.6); conferred with A. Clifford re Kramer Levin comments and document to be included in court filing (.4); e-mailed re Kramer Levin real estate comments to Transition Services Agreement (.4).	822.00
6/30/09	AAT	3.80	Conferred with P. Boye-Williams re non-transferrable permits (.8); researched Indiana NPDES permits and directors' discretion (2.0); researched New Jersey's property transfer law (.5); conferred with P. Boye-Williams re New Jersey's property transfer law (.5).	1,041.20
6/30/09	BPW	7.20	Conferred with T. Failor re licensing project (.2); participated in telephone conference with New York DMV with T. Failor re licensing requirements (.2); conferred with M. Garrick and J. Lopez re licensing information (.5); researched New York DMV and DCA licensing requirements and prepared checklists and e-mailed T. Failor re findings (6.3).	1,972.80
6/30/09	TRF	3.50	Reviewed license applications.	1,438.50
6/30/09	FKP	1.10	Drafted waiver re Suzuki loan agreement.	572.00

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6/30/09	DKA	7.10	Corresponded with J. Langston re closing checklist (.3); corresponded with T. Knapp, I. Fradkin and O. Lysak re FSA information and approval (1.1); reviewed comments to Second Amendment and reviewed and edited Second Amendment to Amended and Restated Master Purchase and Sale Agreement (2.8); circulated draft Second Amendment to Amended and Restated Master Purchase and Sale Agreement to Cadwalader, GM, Weil Gotshal and J&B personnel (.5); reviewed and edited FIRPTA Certificate, corresponded with G. Davis re same and incorporated comments from G. Davis for same (.6); reviewed revised Transition Services Agreement (.4); corresponded with and discussed the pre-closing purchaser structure with J. Delaney (.5); conferred with J&B subject matter experts re general closing matters and amendments to Master Purchase and Sale Agreement (.9).	1,945.40
6/30/09	LTH	5.10	Conferred with Australian counsel to review outstanding items re share transfer in Asia Pacific region (1.8); revised all share transfer documentation in accordance with name changes to entities (1.2); prepared new share transfer documentation for GM entity in Singapore and Philippines pursuant to information received from foreign counsel (.8); updated checklist of documentation needed for completion and met with internal team to review (1.3).	1,397.40
6/30/09	MZR	7.00	Drafted amendment to Master Purchase and Sale Agreement (2.5); revised term sheet (1.5); reviewed open issues re transaction (3.).	2,681.00
6/30/09	HDM	.40	Conferred with P. Trostle re GM hearing.	210.00
6/30/09	JQC	2.00	Conferred with state agencies in New Mexico, New York, North Carolina, Ohio, Oklahoma, Pennsylvania and Rhode Island re procedures for transferring license plates.	548.00

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6/30/09	BJD	13.00	Conferred with C. Araujo, T. Pereira, L. Fernandez, A. Zell, R. Wallace, J. Casper, P. Rosenbaum and local counsel of several countries in LAAM region re action items, status of projects and necessary steps for issuance of new share certificates (6.9); updated LAAM checklist with information contained in correspondence from local counsel and information from conference calls (3.2); updated document templates (2.9).	3,562.00
6/30/09	DWH	17.10	Corresponded with counsel and representatives of Masco ma, Casket, OEConnection, Penta star, and Quantum to work out transfer restrictions (6.); corresponded with NYTO to begin to arrange a bond for Masco ma (.6); reviewed transfer documentation for Masco ma, Casket, Penta star; Quantum, and Promark and coordinated with Cadwalader for approval (4.5); reviewed transfer requirements in stockholder rights agreements for Masco ma, Casket, Quantum, Seg way, and Penta star (2.4); prepared stock powers documents (1.5); conferred with and corresponded with B. Lister-Tait, E. Shaffer, A. Loventhal and other GM officers to arrange transfer documentation: (1.4); reviewed and responded to e-mail (.6); prepared updates for M. Hill and B. Lister-Tait (.6).	4,685.40
6/30/09	EMJ	1.30	Met with F. Eichenlaub re Pontiac and Toledo legal descriptions (subdivision lease) (.2); reviewed e-mail and consents re Tonawanda, NY (.4); met with Z. Sorman re title commitment re JP Morgan Unsecured Creditors' Committee (.2); reviewed e-mail re closing documents (.2); searched for legal descriptions re RHI properties (.3).	356.20
6/30/09	GSK	7.40	Conferred with assigned states re application information needed for company name change (3.4); assembled applications with current name information (3.5); drafted and e-mail to WI with requested information (.5).	2,027.60

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6/30/09	MRK	8.90	Edited director and officer questionnaire (.3); conferred with licensing group, current NGMCO applications and future GM Company applications (.2); conferred with states to answer questions re applications, push for granting license and to get copy of granted license (3.); began filling out new state applications for GM Company and noted all open items (4.3); reviewed and responded to all licensing e-mail and organized documents contained therein for applications (.6); edited two charts re timing and the overall license process (.5).	2,438.60
6/30/09	KEM	6.10	Entered notes re licensing information from DMVs into chart and revised entries (1.5); met with M. Whitchurch re status of calls and potential issues (.3); telephone conference with representatives at the Puerto Rico Departamento de Transportacion Publica (1.1), Massachusetts Registry of Motor Vehicles (.8), Minnesota Department of Public Safety (1.5), Nebraska Motor Vehicle Licenses (.9).	1,671.40
6/30/09	DBM	7.50	Continued process of transferring dealership documents (3.5); helped prepare a chart for power point presentation given by M. Hill relating to GM entities transferring (3.5).	2,055.00

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6/30/09	ACO	16.00	Conferred with A. Zell and J. Forns re comments to transfer documents and transfer of IUE-GM National Joint Skill Development and Training Committee (.8); various emails with S. Cernak, S. Han and Cadwalader re CAMP and USCAR consents for Chrysler and Ford (1.2); re-drafted GM GEFS LP consent and Amendment and sent to Cadwalader for comments (.4); left voice message for D. Doogan re any response from Boeing re HRL Laboratories LLC and emailed D. Doogan re same (.2); re-drafted transfer documents for Detroit Investment Fund LP, sent documents to M. Hill and A. Mistry for review and signature (1.8); received pdf of fully executed consent for Monetization of Carve-Out LLC, conferred with A. Stapleton, A. Raj and M. Hill re same (.6); e-mailed J. Muno re status of Wind Point Partners III LP transfer documents, received same, and sent same off for signature (.8); various emails with S. Han and A. Jackson re Isuzu consent and approval of addendum for DMAX (.5); received email from E. Shaffer re status of Giner Electrochemical Systems LLC transfer and emailed E. Shaffer re same (.2); prepared list of counterparties to entities for search of Assumable Executory Contracts Schedule and emailed same to D. Goldwin (1.6); discussed current status of transfers with B. Lister-Tait (.8); created chart re status of transfers for presentation to GM by M. Hill and discussed creation of same with D. Higginbotham and D. Millison (1.9); reviewed list sent by M. Bergman re guarantors on draft of secretary's certificate and emailed D. Higginbotham re same (.7); emailed M. Hill and B. Lister-Tait re name change of NewCo (.3); emailed K. Hudolin re power of attorney for A. Mistry (.3); meetings with M. Hill, D. Higginbotham and D. Millison re current status of transfers and transfer documents (1.3); drafted Addendum for GM Car Company LLC (.2); drafted Addendum to GM Supplier Receivables LLC (.2); drafted Addendum to Monetization of Carve-Out LLC (.2); drafted Addendum to OEConnection LLC (.2); worked on updating tracking chart for transfers with D. Higginbotham (.6); reviewed chart and powerpoint for GM presentation tomorrow (.4); preparation for meeting re powerpoint presentation and meeting with M. Hill, D. Higginbotham and D. Millison re powerpoint presentation and status (.8).	4,384.00
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6/30/09	VKS	7.60	Call with E. Quinlisk, T. Failor, M. Kopp, G. Knudsen, M. Whitchurch and M. Demarino to discuss status of applications (.3); made and answered various calls to state regulators (.5); prepared new applications for signature (6.8).	2,082.40
6/30/09	RMW	12.50	Met with P. Rosenbaum re getting up to speed on LAAM and international workstream (.4); reviewed LAAM Checklist and shopping list (1.0), attended conference call with P. Rosenbaum, B. Dodgen, J. Casper and C. Araujo (5.5); drafted various share transfer documents for LAAM entities (.9); drafted GM Nigeria notice letters and secretary certificates (2.5); conferred with P. Rosenbaum, B. Dodgen and J. Casper re status of LAAM region (.5); reviewed consequences of failing to obtain consent under certain joint venture agreements and reported findings to P. Rosenbaum (.8); reviewed and identified necessary information for transfer of General International Limited under Bermuda law and shared findings with P. Rosenbaum (.9).	3,425.00
6/30/09	JXW	6.30	Corresponded with M. Holdsworth re questions on splinter union numbers (0.3); prepared documents and FOIA documentation in response to M. Holdsworth due diligence request (1.0); corresponded with K. Owens re benefit plans at Harlem (2.0); drafted and reviewed language for assumption of Harlem benefit plans (2.0); prepared FOIA language for J. Uhlig to send historical cost data (0.5); researched UAW settlement agreement waivers for D. Higgenbotham (0.5)	1,726.20
6/30/09	AWM	3.10	Met with M. Whitchurch, K. Martin, J. Conley, and M. Horan re status of the license plates transfer project (.4); updated and revised the GM License Plates Chart (1.5); followed up re voice mail messages left with the Indiana Secretary of State's Bureau of Motor Vehicles, the Kentucky Motor Vehicle Commission, the Maryland Department of Transportation-Motor Vehicle Division, and Maui County Department of Transportation (1.2).	849.40

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6/30/09	PMG	1.10	Reviewed e-mail dated 6/30/09 from Andrew Jackson, attorney for GM Asia Pacific (.3); reviewed and revised Waiver and Consent Agreement from Suzuki Motor Corporation re X22F loan (.8).	742.50
6/30/09	IF	5.20	Conferred with Promark re contingency plan (.7); conferred with Promark and participated in related internal discussions re contingency plan (.6); revised Transition Services Agreement, Resolutions and description of transaction and reviewed precedents (3.8); maintained T&R schedule (.1).	1,424.80
6/30/09	MXD	9.60	Attended daily workstream closing call with J. DaMour et al. (1.3); office conference with E. Quinlisk re status of applications processing, application timing, statutory imposed timing requirements, telephoned state agencies re same, edited chart to reflect same (2.1); telephone conferences with state agencies re proof of state certification, telephone conference with M. Whitchurch re CT Corp. status of proof of state certifications (.7); office conference with E. Quinlisk re status of application processing, telephone conferences with state agencies re GM updates on name change and supplemental information required to effect same (1.0); compiled information re personal information of officers and directors, edited chart re same (.4); telephone conference with MD and LA agencies re new zoning requirements for GM Company, telephone conference with E. Quinlisk re same (.4); telephone conference with AZ agency re dealer agreements, drafted letter to AZ re new dealer agreements, office conference with E. Quinlisk re same, edited letter re new comments from E. Quinlisk, faxed letter to AZ agency (1.2); telephone conference with LA re certificate insurance, telephone conference and e-mail with F. Berry re same, compiled new certificate of insurance documents (1.1); compiled list of missing items for GM Company (.4); telephone conference with MD agency re MD bond, telephone conference with F. Berry re same (.4); telephone conference with HI re status of application, drafted letter indicating representation of GM (.6).	2,630.40

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6/30/09	ZLSX	9.00	Met with Section 363 sale team re status of transaction and assignments to complete and follow-up re same (1.0); updated Unsecured Creditors' Committee terminations per request of co-counsel (4.0); updated transfer tax spreadsheet (3.5); continued review, organization and preparation of execution copies of closing documents and exhibits to same (.5)	1,350.00
6/30/09	DOG	12.00	Attended daily department status meeting (.8); assembled revised document tracking sheets and transfer tax spreadsheet for daily status meeting (.3); revisions to transfer tax declaration forms of AHI properties and calculations of tax re same (1.5); drafting of transfer tax declaration forms of Grand Point Holdings and RHI properties (1.4); revisions of drafted online transfer tax forms (0.9); revisions to transfer tax spreadsheets (2.2); revisions to chart re open transfer tax issues and review of personal property language in transfer tax declarations (1.4); revisions to drafted deeds pursuant to title company comments (1.3); review of title commitments of AHI properties for legal descriptions and tax parcel numbers (2.2).	1,800.00
6/30/09	MBH	6.50	Researched title and license regulations for dealer, manufacturer and passenger vehicle plates regarding various states (6.0); updated summary chart re same (.5)	1,690.00
6/30/09	NHB	10.00	Department status and assignment meetings (1.0); continued review and revisions of closing checklists (.6); continued review of transfer tax and document indexes and tracking checklists and notes (.7) confirmation of current property lists and needed changes (.2); continued deed and exhibit drafting (1.8); transfer tax form drafting and review (1.9); reviewed, revised and drafted legal descriptions (1.4); reviewed, revised and follow-up re previously drafted documents (.9); continued calls and e-mails and conference calls re open items re transfer taxes (.6); continued review of stock transfer (.2); continued review of legal description issues (.3); continued review of miscellaneous pre-closing issues (.4).	2,600.00

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6/30/09	MLW	5.00	Telephone conferences with E. Quinlisk re manufacturer and distributor application process (.50); met with J. Conley, A. Margasinska, K. Martin and M. Horan re status of license plate transfer process (.30); telephone conferences with States re same (1.50); edited chart re same (1.00); prepared emails re same (.40); telephone conferences with A. Petravicius re GM LLC corporate information (.20); telephone conferences with CT Corporation re same (.30); read and responded to M. Hill emails re GM Company name change process (.50); multiple telephone conferences with CT Corporation re same (.30).	1,300.00
6/30/09	DRG	7.80	Multiple conferences with D. Higginbotham re preparation of Stock Certificates and Stock Powers for various entities (1.1); reviewed Transferred Entity Tracking Chart (0.3); reviewed Equity Interests in Issuing Entities Pledged by Original Pledgor (0.3); reviewed originally issued Stock Certificates (0.3); prepared Chart of Original Stock Certificates (2.0); reviewed and organized documents re to be issued Stock Certificates for various entities (0.2); stamped corporate seal in various to be issued Stock Certificates for various entities (0.6); prepared Stock Powers for various Domestic Corporations from Old GM to New GM (1.5); prepared Stock Powers for various Domestic Dealership Entities from Old GM to New GM (1.5).	1,911.00
6/30/09	INBX	3.60	Researched DGCL and case law re corporate names (1.6); researched treatises re corporate names (.6); researched Delaware Secretary of State naming procedures (.2); drafted e-mail re corporate names under Delaware law (.8); revised and expanded e-mail re same (.4).	540.00
6/30/09	JACX	13.30	Attended conference calls with GM Latin American holding corporations' counsel to discuss entity transfers (5.); prepared files for closing re Latin American entity transfers (2.3); proofed and drafted documents re same (6.).	1,995.00
		5,113.80	PROFESSIONAL SERVICES	2,029,164.90

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MATTER TOTAL

\$ 2,029,164.90

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CORPORATE/SECURITIES

MATTER NUMBER - 10029

6/01/09	JWS	9.90	Drafted and revised Form 8-K re bankruptcy and Section 363 sale (4.1); e-mailed D. Lefkowitz, J. Jordan, et al re same (1.4); drafted and revised Form 8-K re warranty program and Nova Scotia, including with respect to presentation of historical financial information (1.4); reviewed final purchase agreement in connection with EDGARization for filing on Form 8-K (1.3); conferred with D. Anna re same (.2); drafted list of schedules for inclusion in Form 8-K (.7); conferred with W. Tolbert re presentation of same (.3); conferred with H. Munipalli re Form 8-K re bankruptcy (.2); corresponded with H. Munipalli and J. Rajlin re same (.3).	3,791.70
6/01/09	WLT	17.50	Drafted and reviewed Form 8-K for Nova Scotia settlement and warranty agreement with U.S. Treasury (5.3); drafted and reviewed Form 8-K for filing of bankruptcy (9.5); conferred with J. Shuman re list of schedules for Form 8-K (.3); reviewed and commented on draft press release (2.4).	12,460.00
6/02/09	JWS	10.20	Revised Form 8-K re bankruptcy and Section 363 sale to reflect changes to debt remaining at Old GM and structure of DIP financing (7.6); conferred with J. Rajlin re same (.4); conferred with D. Lefkowitz re same (.2); conferred with J. Gromacki and M. Wolf re Master Sale and Purchase Agreement (.5); revised summary of VEBA note term sheet (1.2); conferred with W. Tolbert re modified reporting talking points (.3).	3,906.60
6/02/09	WLT	10.00	Drafted and reviewed Form 8-K for filing of bankruptcy (7.2); drafted talking points for U.S. Treasury on modified reporting (2.2); conferred with M. Wolf re changes to Master Sale and Purchase agreement (.3); conferred with J. Shuman re modified reporting talking points (.3).	7,120.00
6/02/09	JDL	2.40	Revised summary of all governance documents (.8); edited and revised summary documents re corporate governance matters (1.4); corresponded with B. Boch re same (.1); reviewed transaction related e-mail (.1).	657.60
6/03/09	BRB	.80	Conferred with W. Tolbert re background of Section 363 sale transaction for inclusion in no-action letter request.	438.40

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6/03/09	JWS	9.70	Revised Form 8-K to include information re delisting of GM's securities and reviewed additions re same (1.2); conferred with R. Shrosbree re same (.1); reviewed corporate accounting changes to no-action letter requesting modified reporting from SEC and revised letter (6.9); conferred with W. Tolbert re same (.6); reviewed W. Tolbert additions to no-action letter (.9)	3,715.10
6/03/09	WLT	12.00	Drafted and revised Form 8-K on bankruptcy and exchange delisting (4.1); drafted no-action letter to SEC on modified reporting obligations (6.5); conferred with B. Boch re same (.8); conferred with J. Shuman re revised letter (.6).	8,544.00
6/03/09	DBM	5.30	Compiled signature books for GM.	1,452.20
6/04/09	JWS	1.60	Reviewed draft no action letter (1.4); conferred with W. Tolbert re same (.2).	612.80
6/04/09	WLT	12.00	Revised and drafted no-action letter requesting modified periodic reporting (7.3); telephone conference with U.S. Treasury re draft (.5); prepared presentation to SEC re modified periodic reporting (1.2); telephone conference with U.S. Treasury re presentation to SEC re modified periodic reporting (.5); conferred with SEC staff re questions and potential alternatives to periodic reporting (1.); telephone conference with R. Osborne re negotiations and discussions with SEC (.5); conferred with Jones, Day, Reavis & Pogue and GM-Legal re Rule Section 10(b)-5 issues re Promark security options (.5); conferred with Weil Gotshal re reverse stock splits and cancellation of arrangements with transfer agent (.4); corresponded with J. Larson re viability in context of extended bankruptcy (.1).	8,544.00
6/04/09	TCN	.80	Reviewed New York Times article re GM disclosure plans (.1); reviewed possible SEC Enforcement Division reaction to same (.3); e-mailed W. Tolbert re same (.1); office conference with E. Wolff re SEC no-action letters for firms in bankruptcy and SEC Enforcement Division involvement (.2); reviewed GM trading volume on pink sheets (.1).	582.40

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6/04/09	JDL	1.10	Researched volume of common stock traded (.4); researched viability in context of extended bankruptcy (.6); corresponded with W. Tolbert re same (.1).	301.40
6/04/09	EW	8.00	Researched legal and accounting issues and revised no-action letter for modified reporting (7.8); conferred with T. Newkirk re SEC no-action letters for firms in bankruptcy and SEC Enforcement Division involvement (.2).	5,000.00
6/04/09	DBM	3.50	Completed compiling signing sets for J&B lawyers.	959.00
6/05/09	WLT	11.00	Reviewed and commented on revised draft of no-action letter on modified reporting (4.); conferred with E. Wolff re cancellation of shares (.2); conferred with L. Patrick (D&T) re proposal to SEC re modified reporting and voluntary reporting (.5); conferred with N. Cyprus re revised draft of no-action letter on modified reporting and proposal of disclosure for New GM that corporation would be prepared to make to SEC (.5); prepared e-mail for R. Osborne re status of latest negotiations with SEC re modified reporting letter (.5); finalized and e-mailed draft no-action letter to SEC staff (1.); analyzed Rule 12g-3 successor registrant issue re New GM (1.); telephone conference with company senior management and its advisors briefing them re modified reporting, other topics covered on call involving which contracts would be assumed by NewCo in bankruptcy and updates on GM-Europe and Delphi (2.); conferred with SEC and responded to question re type of information NewCo can provide (1.); conferred with P. Jock re Investment Company Act implications of Old GM (.3).	7,832.00
6/05/09	EW	8.00	Continued research re legal and accounting issues and revised no-action letter for modified reporting (7.8); conferred with W. Tolbert re cancellation of shares (.2).	5,000.00
6/05/09	DWH	.30	Completed binders of back-up materials for 2009 Form 8-Ks.	82.20

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6/06/09	WLT	2.30	E-mailed N. Cyprus summarizing discussions with SEC on 6/05/09 and proposals to respond to SEC questions (.4); formulated proposal to SEC questions on modified reporting (1.4); telephone conference with N. Cyprus re proposed information to be provided to SEC for company in second quarter (.5).	1,637.60
6/07/09	JPG	6.30	Analyzed re securities reporting issues (3.8); reviewed issues with W. Tolbert (.8); reviewed other disclosure issues (1.7).	4,485.60
6/07/09	WLT	2.10	Revised draft no-action letter to reflect changes as result of discussions with SEC staff (1.3); reviewed issues with J. Gromacki (.8).	1,495.20
6/08/09	BRB	2.30	Reviewed background materials for potential pension plan contribution (.6); conferred with C. Abbott re same (.2); reviewed precedent for convertible preferred stock terms (1.5).	1,260.40
6/08/09	JPG	.90	Worked on matters re securities advice (.3); worked on matters re contemplated pension plan contribution (.3); telephone conference with C. Abbott and K. Hudolin re possible contribution of convertible preferred stock to company pension plans (.3).	640.80
6/08/09	CXA	1.10	Participated in telephone conference with J. Gromacki and K. Hudolin re possible contribution of convertible preferred stock to company pension plans (.3); followed up with B. Boch re same (.1); reviewed materials from Morgan Stanley re same (.3); reviewed precedent materials from 2003 company contribution (.3); corresponded with J. Larson re new preferred stock (.1).	495.00
6/08/09	WLT	3.70	Continued revisions to no-action letter re changes as result of discussions with SEC staff.	2,634.40
6/08/09	TCN	.20	Telephone conference with W. Tolbert re trading GM securities on pink sheets.	145.60
6/08/09	JDL	.10	Corresponded with C. Abbott re new preferred stock.	27.40
6/08/09	TRF	.30	Conferred with A. Stapleton re rescinding data room access to dealer managers (.2); met with V. Slosman re review of Dealer Managers Agreement and engagement letters re same (.1).	123.30

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6/08/09	VKS	.80	Reviewed Dealer Managers Agreement and engagement letter for access provisions which could prevent client from removing or limiting dealer managers' access to company information (.7); met with T. Failor re review of same (.1).	219.20
6/09/09	BRB	5.90	Reviewed draft of certificate of designations for potential of issuance of convertible preferred stock (3.5); attended telephone conference with GM, Morgan Stanley and Promark re pension plan contribution (.9); conferred with C. Abbott re same (.5); reviewed issues re Board committees (.5); conferred with A. Larin re same (.1); conferred with W. Tolbert re Board committee issues (.3); corresponded with J. Larson re certificate of designations (.1).	3,233.20
6/09/09	CXA	2.80	Reviewed precedent pension plan contribution agreements and revised materials from Morgan Stanley (1.); participated in kick-off telephone conference with Morgan Stanley, J&B, GM Legal, Promark and GM Accounting re pension plan contribution (1.); followed up with B. Boch and B. Cooper re various items re pension plan contribution (.8).	1,260.00
6/09/09	WLT	9.00	Conferred with M. Darvick re Section 16 and Form 8-K matters re new board members for new GM (.3); conferred with A. Larin and M. Darvick re trading by insiders and with T. Newkirk re same (1.); prepared for telephone conference with SEC re modified reporting (1.); reviewed SEC no-action letter re modified reporting for actions taken with respect to transfer agents (2.); conferred with SEC staff re no-action request for modified reporting (.3); researched disclosure required for quarterly reports without reviews by auditor (1.); analyzed ability and reviewed precedent that allows SEC to permit public companies to omit certain information in both quarterly and annual financial statements under Rules 10-01 and 3-13 of Regulation S-X (3.); conferred with B. Boch re Board Committee issues (.4).	6,408.00
6/09/09	JDL	.20	Corresponded with M. Fogerty re certificate of designations (.1); corresponded with B. Boch re certificate of designations (.1).	54.80

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6/10/09	JWS	6.70	Researched disclosure provided with non-GAAP financial statements re adoption of fresh start accounting (3.3); e-mailed W. Tolbert re same (.2); conferred with W. Tolbert re same (.1); reviewed rider to no-action letter re proposed modified reporting and information to be provided (3.1).	2,566.10
6/10/09	WLT	10.10	Conferred with company and prepared e-mail re disclosure of value of company's common stock (1.); conferred with R. Arickx and R. Rahid re statement concerning company's common stock and status of company's modified reporting request (.4); telephone conference with SEC re company's modified reporting request (1.); telephone conference with company controller staff and auditor re SEC's response to company's modified reporting request (.5); conferred with J. Jordan re revising modified reporting request in response to SEC's comments and questions (.3); conferred with A. Larin on trading by insiders (.2); researched and drafted language for financial statement that are provided that are not GAAP (1.8); reviewed and commented on draft rider re type of financial information New GM could provide to SEC for no-action letter on modified reporting (4.3); conferred with R. Osborne and SEC and differences between providing Form 10 and being successor registrant (.3); conferred with J. Shuman re disclosure provided with non-GAAP financial statements re adoption of fresh start accounting (.1); telephone conference with T. Newkirk re requirement to be purchaser or seller to bring Section 10(b) against issuer (.2).	7,191.20
6/10/09	TCN	.20	Telephone conference with W. Tolbert re requirement to be purchaser or seller to bring Section 10(b) against issuer.	145.60
6/10/09	EW	7.00	Researched successor liability (2.6); researched reporting obligations of New GM and financial statement obligations (4.4).	4,375.00
6/11/09	JWS	2.50	Researched Form 10s that incorporate Form 10-K and Form 10-Q (1.7); reviewed InfoLogix filings to determine background of filing (.6); conferred with W. Tolbert re same (.2).	957.50

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6/11/09	WLT	11.00	Reviewed and commented on draft rider re type of financial information New GM could provide to SEC for no-action letter on modified reporting (1.4); conferred with J. Jordan re revisions proposed by J&B to modified reporting no-action letter in response to SEC's comments and questions (.4); researched issues re whether Old GM is subject to Investment Company Act of 1940 (3.); telephone conference with company controller's staff and D&T re no-action letter for modified reporting (1.); drafted and researched rider for no-action letter on modified reporting re filing of Form 10 (4.6); conferred with J. Shuman re InfoLogix filings to determine background (.2); conferred with T. Newkirk re reporting requirements after split between Old and New GM (.4).	7,832.00
6/11/09	AJO	1.00	Conferred with M. Hill re analysis of separation agreement and rejection of same (.1); reviewed separation agreement re level of integration of related agreements (.7); e-mailed M. Hill re same (.2).	339.00
6/11/09	TCN	.70	Reviewed SEC injunction (.1); conferred with W. Tolbert re reporting requirements after split between Old and New GM (.4); reviewed effect of no-action letter re SEC injunction (.2).	509.60
6/11/09	EW	10.00	Researched issues re successor issuer liability (5.); researched reporting obligations (4.9); conferred with M. Ressler re Section 12g-3 research (.1).	6,250.00
6/11/09	MZR	1.10	Conferred with E. Wolff re Section 12g-3 research (.1); began same (1.).	421.30
6/12/09	JWS	.90	Revised rider to no-action letter re Form 10 filing (.8); conferred with W. Tolbert re same (.1).	344.70

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6/12/09	WLT	12.90	Researched Rule 144 issues and conferred with R. Osborne re same (1.2); researched Investment Company issues and conferred with R. Osborne re same (2.5); reviewed proposed changes to no-action letter on modified reporting (2.1); telephone conference with company controller's staff and D&T re no-action letter for modified reporting (1.); continued to draft, research and revise rider for no-action letter on modified reporting related to filing of Form 10 (6.); conferred with J. Shuman re revised rider to no-action letter re Form 10 filing (.1).	9,184.80
6/12/09	EW	10.00	Researched successor issuer liability and reporting obligations (5.2) reviewed and commented on draft modified reporting no-action letter (4.8)	6,250.00
6/12/09	MZR	3.80	Researched Section 12g-3 liability.	1,455.40
6/13/09	WLT	1.50	Reviewed and commented on draft revised no-action letter.	1,068.00
6/14/09	WLT	2.00	Reviewed and revised modified reporting no-action letter to SEC to insert changes re filing of Securities Exchange Act of 1934 Registration Statement for GM NewCo.	1,424.00
6/15/09	BRB	1.30	Conferred with working group re contribution of convertible stock to pension plan (.6); conferred with C. Abbott (.2); conferred with C. Abbott and J. Gromacki re pension plan contribution issues (.5).	712.40
6/15/09	JPG	1.60	Reviewed materials re pension plan contribution (1.); conferred with B. Boch and C. Abbott re pension plan issues (.4); reviewed related correspondence (.2).	1,139.20
6/15/09	CXA	6.40	Drafted confidentiality agreement and engagement letter for pension contribution (1.6); reviewed revised timeline and reviewed Series A Preferred Stock terms for requirements for junior stock (1.); participated in telephone conference with Morgan Stanley, Promark and company re pension contribution timeline and followed up re same with B. Cooper, E. Oster and K. Hudolin (1.8); updated J. Gromacki and coordinated with J. Gromacki and B. Boch re issues raised from calls re potential pension contribution (1.); conferred with R. Berkowitz, M. Cam and S. Karotkin (1.).	2,880.00

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6/15/09	JWS	2.30	Consolidated no-action letter and riders and reviewed revised document (.7); ran redline of same (.1); conferred with W. Tolbert re corporate accounting changes (.2); reviewed no-action letter (.9); reviewed trading volume (.4).	880.90
6/15/09	WLT	8.00	Continued to review and revise modified reporting no-action letter to SEC to insert changes re filing of Securities Exchange Act of 1934 Registration Statement for GM NewCo (3.); telephone conference with N. Cyprus and D&T re changes to modified reporting no-action letter (.8); revised modified reporting no-action letter re comments from D&T and company controller staff (2.5); researched applicability of Investment Company Act of 1940 to company while liquidating in bankruptcy court (1.5); conferred with J. Shuman re corporate accounting changes (.2)..	5,696.00
6/16/09	BRB	1.20	Conferred with GM, Weil Gotshal and J&B re pension plan contribution (.5); reviewed draft of SEC no-action letter (.7).	657.60
6/16/09	CXA	1.70	Followed up with K. Hudolin re timing for contribution and participated in telephone conference with working group (.7); reviewed prior Registration Rights Agreements and analyzed summary (1.).	765.00
6/16/09	JWS	.30	E-mailed W. Tolbert re GMGMQ trading volume.	114.90
6/16/09	WLT	6.40	Finalized and submitted to SEC modified reporting no-action letter (1.4); conferred with R. Shrosbree re modified reporting no-action letter, meeting re communications by OldCo and NewCo, and memorandum re applicability of Investment Company Act of 1940 (.3); continued to research applicability of Investment Company Act of 1940 to company while liquidating in bankruptcy court (1.1); researched Rule 144 to establish ability of former affiliate to sell securities (3.2); telephone conference with Goldman Sachs and GM-Legal re ability of former affiliate to sell securities pursuant to Rule 144 (.3); telephone conference with E. Wolff re Rule 144 issues (.1).	4,556.80

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6/16/09	EW	4.50	Researched Rule 144 issues re sales by former affiliate and telephone conference with W. Tolbert thereon (2.3); researched issues re modified reporting no-action letter (2.2).	2,812.50
6/16/09	PSR	.50	Researched specialized databases and print sources to identify and obtain various statutory provisions per M. DeMarino.	130.00
6/17/09	BRB	.30	Conferred with J. Gromacki and C. Abbott re pension plan issues.	164.40
6/17/09	WLT	7.60	Conferred with Morgan Stanley re communications of GM, OldCo and NewCo (.5); conferred re timing and status of no-action letter re modified reporting (1.); participated in telephone conference re an IPO for GM NewCo (1.3); reviewed telephone conference discussion materials (3.); researched and advised R. Osborne re applicability of Investment Company Act to GM while in liquidation (1.8).	5,411.20
6/17/09	JDK	.50	Conferred with A. Petravicius re issue re transferability of software licenses upon assignment of underlying agreement.	137.00
6/18/09	JWS	.30	Conferred with W. Tolbert re no-action letter.	114.90
6/18/09	WLT	10.40	Reviewed e-mail from D. Hartman re negotiations with insurers of Promark funds (.3); reviewed first lien credit facility term sheet (1.); conferred with M. Darvick re questions related to filings of Form 3 and 4 for Old GM and New GM (1.2); prepared for call with SEC re modified reporting letter (3.4); telephone conference with senior management of SEC, GM controller staff, PwC and D&T re issues re modified reporting no-action letter (1.1); conferred with SEC and A. Larin re summary of call, status of negotiations with SEC and type of information GM may provide after Section 363 sale (.7); drafted and reviewed e-mail to A. Larin and R. Osborne re ability to provide executive compensation information (.5); drafted e-mail to A. Larin, R. Osborne and N. Cyprus re ability to provide current information in Form 8-K (.4); reviewed Investment Company Act issues and conferred with M. Fogerty re memorandum (1.5); conferred with J. Shuman re no-action letter (.3).	7,404.80

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6/18/09	MCF	4.00	Conferred with W. Tolbert re Investment Company Act memorandum (.5); researched liquidating entity exclusion (3.5).	1,140.00
6/18/09	EW	2.00	Researched disclosure issues re Form 10 including executive compensation disclosure.	1,250.00
6/18/09	MER	.80	Researched specialized databases and print sources to identify and obtain information on federal statute per M. Fogerty.	208.00
6/19/09	JWS	.40	Conferred with B. Cooper re trading in GM debt securities (.2); reviewed same (.2).	153.20
6/19/09	WLT	6.30	Prepared revised no-action letter re modified reporting (4.); conferred with M. Darvick re follow-up questions on filings of Form 3 and 4 for Old GM and New GM (.6); reviewed Master Purchase and Sale Agreement (1.7).	4,485.60
6/19/09	MCF	9.00	Researched liquidating entity exclusion (7.); prepared memorandum re liquidating entity exclusion (2.).	2,565.00
6/19/09	TRF	.50	Conferred with D. Higginbotham re transfer of GM-owned distributors (.2); researched GM-owned distributors and process for transfer of subsidiaries (.2); conferred with K. Walters re transfer of GM-owned distributors (.1).	205.50
6/19/09	EW	2.50	Continued research re disclosure issues in connection with Form 10 including executive compensation disclosure.	1,562.50
6/21/09	JWS	4.90	Revised no-action letter requesting modified reporting (4.6); e-mailed W. Tolbert re same (.3).	1,876.70
6/22/09	WLT	5.90	Researched amount of company debt securities traded (1.2); conferred re New GM would be willing to file Form 8-K with Form 10 information (.2); conferred with J. Ingram re SEC's question related to modified reporting no-action letter (1.5); updated N. Cyprus re call with SEC (.3); prepared for call with SEC re questions re modified reporting no-action letter (2.2); reviewed and commented on revised no-action letter on modified reporting letter (.5).	4,200.80
6/22/09	MCF	6.30	Prepared memorandum re liquidating entity exclusion.	1,795.50

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6/22/09	EW	4.50	Researched fresh start accounting issues and precedent (4.4); conferred with A. Otto-Classon re precedent search assignment for fresh start accounting (.1).	2,812.50
6/22/09	ACO	3.70	Conferred with E. Wolff re precedent search assignment for fresh start accounting (.1); researched fresh start accounting (.2); searched for precedent (limited to S&P 500 companies) for companies using fresh start accounting after emerging from bankruptcy (3.4).	1,013.80
6/23/09	JWS	5.30	Conferred with DTC re securities position reports (.3); conferred with A. Larin re same (.1); met with W. Tolbert re no-action letter (.3); revised same (4.4); conferred with B. Cooper re Form 10 (.2).	2,029.90
6/23/09	WLT	12.80	Revised no-action letter on modified reporting re comments from SEC (4.4); conferred with B. Boch re Rule 144 issues re Shareholder Agreement (1.3); attended daily workstream closing call with J. DaMour et al. (1.2); reviewed Forms 10-K from companies emerging from bankruptcy for disclosure related to fresh start accounting to determine information to be provided in order to get no-action relief for modified reporting (4.6); reviewed e-mail re accounting issues of fair value versus book value for Promark cash fund (.4); telephone conference with D. Hartman, GM Legal and Jones Day re same (.6); met with W. Tolbert re no-action letter (.3).	9,113.60
6/23/09	MCF	4.80	Prepared memorandum re liquidating entity exclusion.	1,368.00
6/23/09	EW	7.00	Continued review and research of fresh start accounting (3.7); researched Rule 144 issues (3.3).	4,375.00
6/23/09	ACO	1.80	Reviewed and organized precedent for companies using fresh start accounting after emerging from bankruptcy (1.5); e-mailed precedent search results to E. Wolff (.3).	493.20
6/24/09	JWS	3.40	Revised no-action letter (3.1); e-mailed W. Tolbert re D&T comments (.3).	1,302.20

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6/24/09	WLT	12.90	Continued to revise no-action letter on modified reporting to reflect comments from SEC (4.1); conferred with R. Osborne and P. Jock separately re Promark issues re breaching of corridor for selected fund (1.); telephone conference with D. Hartman, GM Legal and Jones Day re accounting issues of fair value versus book value for Promark cash fund (.5); analyzed legal issues re breaching of corridor for selected fund (1.7); reviewed and commented on draft memorandum re Investment Company Act of 1940 issues that apply to Old GM (3.9); e-mailed comments from company controller staff and D&T re modified reporting no-action letter (1.2); conferred with M. Fogerty re liquidating entity exclusion memorandum (.5).	9,184.80
6/24/09	MCF	2.80	Conferred with W. Tolbert re liquidating entity exclusion memorandum (.5); researched modified reporting under 1934 Act in context of liquidating entity exclusion (1.); reviewed GM's letter to Division of Corporate Finance re modified reporting under 1934 Act (.3); revised memorandum re liquidating entity exclusion (1.).	798.00
6/24/09	EW	3.00	Revised and researched legal and accounting issues re no-action letter.	1,875.00
6/25/09	JWS	4.80	Telephone conference with W. Tolbert and E. Wolff re no-action letter (.4); reviewed and revised same (3.3); reviewed securities position reports of institutional debt (.4); conferred with W. Tolbert re same (.1); reviewed corporate accounting comments to no-action letter (.2); reviewed trading volumes of common stock (.4).	1,838.40
6/25/09	WLT	9.30	Revised modified reporting no-action letter in response to comments from company controller staff and D&T (5.8); reviewed holders of record information for non-registered company securities (2.3); responded to questions on registration pursuant to Securities Exchange Act of 1934 re equity registration rights with purchases in Section 363 sale (.5); telephone conference with company controller staff and D&T re comments on modified reporting no-action letter (.3); telephone conference with J. Shuman and E. Wolff re no-action letter (.4).	6,621.60

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6/25/09	EW	8.00	Continued to revise and research no-action letter and telephone conference with W. Tolbert and J. Shuman and company management re same (4.4); reviewed and commented on Investment Company Act memorandum (3.6).	5,000.00
6/26/09	JWS	9.10	Revised no-action letter (8.); conferred with W. Tolbert re revisions to same and conversation with SEC staff (.3); conferred with B. Cooper re trading in converts (.1); drafted Form 8-K (.6); conferred with M. Wolf re amendment to Master Purchase and Sale Agreement (.1).	3,485.30
6/26/09	WLT	13.20	Responded to questions re registration pursuant to Securities Exchange Act of 1934 re Equity Registration Rights with purchases in Section 363 sale (.4); conferred with SEC re comments on modified no-action letter (1.); reviewed final Master Purchase and Sale Agreement (1.); conferred with A. Larin re recent developments from SEC; (.7); reviewed e-mail re legal issues in connection with disclosure re Promark in company's Form 11-K (.8) revised modified no-action letter in response to SEC comments (9.1); conferred with J. Shuman re revisions to no-action letter (.2).	9,398.40
6/26/09	EW	2.00	Continued to revise and research no-action letter re modified reporting.	1,250.00
6/26/09	JACX	1.30	Reviewed asset schedules.	195.00
6/27/09	JWS	1.00	Reviewed W. Tolbert comments to no-action letter (.4); revised same (.6).	383.00
6/27/09	WLT	4.40	Continued to revise modified no-action letter in response to SEC comments (3.8); continued review of final Master Purchase and Sale Agreement (.6).	3,132.80
6/27/09	EW	10.00	Researched and drafted closing Form 8-K for Old GM (5.4); reviewed revised Master Purchase and Sale Agreement (4.6)	6,250.00
6/28/09	JWS	1.20	Corresponded re no-action letter (.2); reviewed GM and D&T comments to same (.3); revised same (.5); e-mailed Morgan Stanley re trading in converts and retail bonds (.2).	459.60

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6/28/09	WLT	6.10	Reviewed comments from D&T and company controller staff re modified reporting no-action letter (4.9); continued review of e-mail re legal issues in connection with disclosure re Promark in company's Form 11-K (.7); telephone conference with Promark, GM Legal, Jones Day and Cravath, Swaine & Moore re legal issues re disclosure re Promark in company Form 11-K (.5).	4,343.20
6/28/09	EW	6.00	Continued to research and draft closing Form 8-K for Old GM (3.2); continued to review revised Master Purchase and Sale Agreement (2.8).	3,750.00
6/29/09	JWS	5.30	Reviewed precedent Exchange Act reports reporting exit from bankruptcy (1.1); revised investor FAQs (1.8); conferred with W. Tolbert re same (.1); e-mailed W. Tolbert re New York Times reporting on trading in GM stock (.2); drafted press release re trading (1.5); corresponded re no-action letter (.6).	2,029.90
6/29/09	WLT	7.90	Revised modified reporting no-action letter for revisions (2.3); conferred with SEC staff re stock price and volume of company (1.3); worked on proposed revisions to company website FAQ re bankruptcy (.9); drafted Form 8-K re management's view re stock price and volume of company (1.6); conferred re SEC staff's concerns re stock price and volume of company (.5); reviewed e-mail updating Promark issues re accounting disclosure related to book vs. market valuations (1.2); conferred with J. Shuman re investor FAQs (.1).	5,624.80
6/30/09	JWS	10.90	Met with B. Boch re stock certificate and transfer agent issues (.7); drafted Forward Looking Disclaimer for press release and revised same (2.3); revised Form 8-K for Master Purchase and Sale Agreement (1.5); revised no-action letter (1.2); drafted Form 8-K for press release (1.3); drafted press release (1.3); revised FAQs (2.4); conferred with W. Tolbert re press release (.2).	4,174.70

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6/30/09	WLT	13.50	Reviewed and commented on draft press release re Section 363 approval (1.); conferred with J. Shuman re same (.2); reviewed and commented on Form 8-K for Master Sales and Purchase Agreement (1.4); reviewed and commented on draft Form 8-K for loans with U.S. government (1.5); reviewed and commented on draft Form 8-K for sale of substantially all of assets of company (1.3); e-mailed R. Young updating him on status of SEC no-action letter on modified reporting (.4); telephone conference with T. Newkirk re request for no-action letter (.3); reviewed e-mail updating Promark issues re accounting disclosure related to book vs. market valuations (.6); conferred with T. Kim re proposed changes to company website and proposed language changes to website (1.); conferred with N. Cyprus re proposed changes (.3); revised proposed changes to website, press release and Form 8-K re company's stock price in response to SEC comments and e-mailed draft press release to SEC staff for review (5.5).	9,612.00
6/30/09	TCN	.90	Telephone conference with W. Tolbert re request for no-action letter (.3); evaluated possible alternatives in event GM does not obtain no-action letter and possible consequences (.6).	655.20
6/30/09	EW	6.00	Reviewed and commented on Section 363 approval press release (2.4); reviewed draft Form 8-K for amended and restated Master Sales and Purchase Agreement (1.6); reviewed draft no-action letter (.5); researched Item 1.01 of Form 8-K (1.5).	3,750.00
		522.30	PROFESSIONAL SERVICES	304,774.40
MATTER TOTAL				\$ 304,774.40

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SEC MATTERS - DELPHI

MATTER NUMBER - 10037

6/01/09	RS	.30	Telephone conference with D. Stetler re request for Kutner deposition (.2); updated status chart of deposition requests (.1).	172.50
6/01/09	TCN	.50	Reviewed Delphi SEC filings post-bankruptcy after being subject to SEC injunction to comply with Section 13(a) (.2); e-mailed W. Tolbert re Delphi practice of continuing to file periodic reports post- bankruptcy (.2); reviewed response from W. Tolbert (.1).	364.00
6/02/09	LPE	.10	Reviewed e-mail from M. Riashi re possible hold on Delphi depositions.	56.00
6/04/09	RS	.30	Telephone conference with J. Folena re deposition requests (.1); drafted e-mail to client re same (.1); updated chart of testimony requests (.1).	172.50
6/11/09	RS	3.00	Telephone conference with J. Montana re Behnfeldt plans (.2); telephone conference with M. Riashi re Gottschalk and other witnesses (.4); e-mailed re Behnfeldt (.1); e-mailed re Gottschalk status (.2); updated witness chart (.1); telephone conference with J. Folena re deposition plans (.3); e-mailed re same (.2); telephone conference with D. Frankel re update on P. Bible (.3); telephone conference with D. Stetler re update on H. Kutner (.3); e-mailed re updates (.2); reviewed interview memoranda bearing on Gottschalk testimony (.7).	1,725.00
6/11/09	TCN	.50	Reviewed e-mail re SEC request for testimony from T. Gottschalk (.1); considered possible relevant information in J&B files re preparing T. Gottschalk for testimony and gave instruction re same to L. Franklin (.3); telephone conference with L. Ellsworth re same (.1).	364.00
6/11/09	LPE	.40	Conferred with R. Stauffer re Gottschalk deposition (.2); conferred with T. Newkirk re Delphi files (.2).	224.00
6/12/09	RS	1.10	Telephone conference with J. Folena re J. Gottschalk deposition (.1); e-mailed re Gottshalk issues (.5); updated witness status chart (.5).	632.50

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6/12/09	TCN	.40	Reviewed e-mail re T. Gottschalk testimony (.2); conferred with L. Franklin re possible location of additional preparatory material (.1); e-mailed M. Riashi and R. Stauffer re same (.1).	291.20
6/12/09	LPE	.10	Conferred with R. Stauffer re depositions and interview schedules.	56.00
6/13/09	RS	.30	Worked on plan for deposition preparation (.2); responded to M. Riashi e-mail re same (.1).	172.50
6/13/09	TCN	.30	Reviewed e-mail from R. Stauffer and replied to same (.2); e-mailed R. Stauffer re T. Gottschalk testimony preparation (.1).	218.40
6/15/09	RS	.40	Telephone conference with J. Folena re Gottschalk arrangements (.2); drafted e-mail re same (.1); e-mailed re Behnfeldt arrangements (.1).	230.00
6/15/09	TCN	.20	E-mailed R. Stauffer re arrangement for T. Gottschalk testimony and e-mailed M. Riashi re same.	145.60
6/15/09	LPE	.90	Conferred with W. Tolbert re GM J&B litigation holds (.3); conferred with W. Hirsch re same (.4); conferred with T. Iannoconi re retention of documents (.2).	504.00
6/15/09	KMD	1.50	Researched archived materials to create witness files for upcoming SEC depositions.	390.00
6/16/09	RS	.80	Worked on Gottschalk materials for witness file and conferred with K. Doolan re same.	460.00
6/16/09	TCN	.20	E-mailed M. Riashi and R. Stauffer re arrangements for T. Gottschalk testimony.	145.60
6/16/09	KMD	2.00	Researched Delphi material chronologies and archives to assemble witness material re T. Gottschalk.	520.00
6/17/09	RS	2.20	E-mailed re arrangements for Gottschalk preparation meeting (.1); reviewed documents and worked on witness file for Gottschalk (2.1).	1,265.00
6/17/09	TCN	.10	E-mailed M. Riashi and R. Stauffer re arrangements for T. Gottschalk preparation for testimony.	72.80

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6/17/09	KMD	3.80	Researched Delphi material, chronologies and archives to assemble witness material re T. Gottschalk (2.3); created chronological sets of material for witness and attorneys (1.5).	988.00
6/18/09	RS	1.40	Reviewed documents for Gottsschalk preparation binder (1.2); office conferences with K. Doolan re same (.1); e-mailed D. Barton and K. Doolan re same (.1).	805.00
6/18/09	TCN	.50	Reviewed e-mail from R. Stauffer re Feldstein deposition and documents to use for T. Gottschalk preparation (.2); reviewed Kaminski e-mail re negotiations (.1); reviewed J. Sturc findings re same (.2).	364.00
6/18/09	LPE	.10	Conferred with R. Stauffer re preparation and testimony of T. Gottschalk.	56.00
6/18/09	KMD	3.00	Researched Delphi material, chronologies and archives to assemble witness material re T. Gottschalk (2.); created chronological sets of material for witness and attorneys (1.)	780.00
6/19/09	RS	.80	Reviewed draft Gottschalk preparation binder (.5); telephone conference with K. Doolan re comment on same (.3).	460.00
6/19/09	KMD	1.80	Researched Delphi material, chronologies and archives to assemble witness material re T. Gottschalk (.8); edited prototype of deposed materials and worked with FLK on additional documentation (1.)	468.00
6/23/09	RS	.90	Reviewed materials for Gottschalk preparation binder.	517.50
6/23/09	TCN	.30	E-mailed R. Stauffer et al. re preparation for T. Gottschalk deposition and arrangement for same.	218.40
6/23/09	KMD	2.70	Reviewed additional Gottschalk material from FLK and compared against current content for duplicates, ID/index and new documents.	702.00
6/24/09	KMD	1.60	Created draft binder of new set of Gottschalk material.	416.00
6/25/09	RS	.10	E-mailed re Croskey deposition.	57.50
6/26/09	RS	.10	E-mailed C. Boehning re Finnegan deposition.	57.50

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6/26/09	KMD	3.20	Created and updated final draft binder of new set of Gottschalk material.	832.00
6/28/09	RS	.10	E-mailed re Gottschalk and Finnegan depositions.	57.50
6/28/09	TCN	.10	Reviewed e-mail from R. Stauffer re T. Gottschalk preparation.	72.80
6/29/09	RS	3.00	Finalized binder of Gottschalk preparation materials and conferred with K. Doolan re same (.4); telephone conference with C. Boehning re call with SEC (.2); reviewed subpoenas for Gottschalk, Croskey and Kutner (.1); e-mailed client re today's developments (.2); followed up on C. Boehning inquiries re Finnegan (.2); e-mailed J. Montana re Behnfeldt status and with T. Newkirk re Gottschalk preparation (.1); updated tracking chart with developments from last ten days (.7); began deposition preparation outline and reviewed SEC complaint for same (1.1).	1,725.00
6/29/09	TCN	1.30	E-mailed T. Gottschalk, M. Riashi and R. Stauffer re status of documents for preparation and scheduling issues (.3); reviewed SEC complaint against Delphi (1.).	946.40
6/29/09	RTG	2.70	Reviewed and aided in creation of T. Gottschalk witness binder per K. Doolan.	432.00
6/29/09	KMD	2.20	Finalized and transmitted Gottschalk preparatory binder.	572.00
6/30/09	RS	2.80	E-mailed various individuals' attorneys re status (.1); telephone conference with D. Frankel re preparation for P. Bible interview (.3); reviewed and organized Delphi materials in preparation for deposition (2.4).	1,610.00
6/30/09	TCN	1.50	Reviewed Feldstein transcript in connection with preparing for T. Gottschalk's testimony.	1,092.00
		49.60	PROFESSIONAL SERVICES	21,411.20

MATTER TOTAL

\$ 21,411.20

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SEC MATTERS - PENSION OPEB

MATTER NUMBER - 10045

6/10/09	LPE	.30	Conferred with N. Hirsch re need to continue litigation holds and reviewed files re same.	168.00
6/11/09	LPE	.80	Conferred with C. Wellington re inquiry from N. Hirsch re GM litigation holds (.2); conferred with T. Newkirk re same (.2); conferred with E. Wolff re same (.1); conferred with N. Hirsch re same (.2); conferred with L. Buonomo re discussion with SEC staff re status of investigation of individuals (.1).	448.00
6/19/09	LPE	.10	Conferred with N. Hirsch re litigation holds for GM SEC investigation.	56.00
		1.20	PROFESSIONAL SERVICES	672.00

MATTER TOTAL

\$ 672.00

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SEC MATTERS - FOREIGN EXCHANGE &
COMMODITIES

MATTER NUMBER - 10053

6/09/09	TCN	.30	Corresponded with L. Ellsworth re information obtained from J. Kidney (SEC) re K. Francis exposure.	218.40
6/10/09	LPE	1.30	Conferred with SEC staff re status (.8); corresponded with T. Newkirk re same (.2); conferred with A. Valukas re same (.1); conferred with M. Millikin re same (.2).	728.00
		1.60	PROFESSIONAL SERVICES	946.40

MATTER TOTAL

\$ 946.40

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EQUIPMENT LEASING DISPUTES

MATTER NUMBER - 10061

6/01/09	JFC	1.30	Worked on equipment lease restructuring matters.	650.00
6/01/09	PHR	3.40	Reviewed M. Terrien's comments to lease summaries and conferred with M. Terrien re same (1.); reviewed and revised lease summaries (1.5); conferred with J. Kline re questions re same (.3); sent revised lease summaries to Alix Partners team (.2); conferred with J. Cox re open issues (.4).	969.00
6/02/09	JFC	5.00	Telephone conferences with equipment financing restructuring working groups (Alix Partners, GM and J&B re negotiation matters, strategy, etc.) (2.); conferred with M. Terrien and P. Rosenbaum re same (1.); reviewed equipment financing strategy slides in advance of telephone conference (1.); reviewed and revised draft of lessor notice letter, etc. (.5); conferred with P. Rosenbaum re open issues, staffing and strategy (.5).	2,500.00
6/02/09	MST	2.70	Telephone conference re equipment lease negotiation strategy (1.7); conferred with P. Rosenbaum and J. Cox re same (.4); telephone conference with J. Smolinsky re same (.3); conferred with P. Rosenbaum re Section 363 sale issue (.3).	1,552.50
6/02/09	PHR	5.30	Conferred with Alix Partners re lease summaries and open legal questions, such as whether financing proceeding can extend beyond timing for Section 363 sale process (.7); corresponded with M. Terrien re same (.3); conferred with Alix Partners team, GM team, Honigman team and J&B team re open legal questions re lease negotiations and other matters re same (2.2); met with J&B team re next steps (.3); corresponded with J. Holy and I. Fradkin re obtaining closing books for leases (.6); conferred with D. Linna and D. Grimm re next steps, legal opinions and missing lease documents (.4); corresponded with J. Cox re plan for obtaining missing lease documents and review of legal opinions (.3); corresponded with Kirkland and Ellis re missing lease documents (.2); preliminary reviewed lease opinions and removed any re GE leases (.3).	1,510.50
6/02/09	LTH	3.70	Reviewed case law and research re disguised financing.	1,013.80

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6/02/09	JDK	9.70	Participated in telephone conference with P. Rosenbaum, M. Terrien, Alix Partners and GM legal staff re fixed equipment lease renegotiation (.5); conferred with P. Rosenbaum and M. Terrien re next steps in negotiation preparation (.5); retrieved and sent additional documents for review to Honigman (3.6); researched calculation of cost of financed equipment under disguised financing proceeding (1.1); compiled spreadsheet of IT / IP agreements requiring consent or notice of assignment along with notice information for each (4.).	2,657.80
6/02/09	IF	1.10	Conferred with and e-mailed P. Rosenbaum and J. Kline (.2); retrieved documents from client's offices and handled internally (.9).	301.40
6/02/09	LFCX	5.60	Telephone conference re equipment leases with Alix Partners (.3); telephone conference with GM, Alix Partners and Honigman re equipment leases (2.); researched whether disguised financing can be severed in Section 363 sale (1.); reviewed cases and bankruptcy digest articles on executory contracts (1.3); worked on financing and equipment leases (1.).	840.00
6/03/09	JFC	2.30	Conferred with Alix Partners, M. Terrien and P. Rosenbaum re negotiations and negotiation preparation sessions (1.); reviewed financing summaries re same (.5); conferred with P. Rosenbaum re issues re same (.7); conferred with M. Wolf re financing restructurings (1.).	1,150.00
6/03/09	MST	8.50	Conferred with M. Hinds re Section 363(f) issue (.3); reviewed materials re same (2.1); conferred with A. Huffine re same (.7); revised invitation letter to financing counterparties (1.8); conferred with P. Rosenbaum and AlixPartners re same (.4); conferred with P. Rosenbaum re negotiation strategy (.7); conferred with P. Rosenbaum and AlixPartners re same (.6); researched 365(d) issues (.6); conferred with F. Patel, P. Rosenbaum and lease team re leveraged lease structure (1.3).	4,887.50

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6/03/09	PHR	8.60	Conferred with A. Fless and T. Li re invitation letter to financiers and other matters re preparation of negotiation sessions (.4); corresponded with A. Fless and T. Li re status of missing lease documents (.2); coordinated with J. Kline, T. Hall, M. DeMarino and L. Crawford re review of lease documents provided by Treasury Office (2.7); conferred with M. Terrien, T. Li and J. Cox re whether it would be inconsistent to reject certain leases and seek to have others recharacterized as financing, and possible work-arounds re inconsistency (.7); drafted e-mail summarizing conversation with T. Li and sent to M. Terrien for review (.7); conferred with S. Soderberg and J. Metula of Kirkland re missing lease documents (.4); edited and revised invitation letter and sent to M. Terrien for review (1.4); conferred with D. Linna and D. Grimm re status of missing lease documents (.4); conferred with M. Terrien re edits to invitation letter (.3); conferred with F. Patel, M. Terrien, J. Kline, T. Hall, M. DeMarino and L. Crawford re structure of leveraged leases and provisions one would expect to find in documents re leveraged leases and economics of arrangement (1.4).	2,451.00
6/03/09	FKP	1.30	Participated in telephone conference re equipment lease analysis and related issues with L. Crawford and M. Terrien.	676.00
6/03/09	LTH	6.10	Reviewed additional lease documents received from counsel who prepared documents in order to determine what documentation we have yet to receive (2.7); reviewed opinion letters for each of leases and prepared summaries of such letters to ensure no opinions were given re "true nature" of lease (3.4).	1,671.40
6/03/09	JDK	9.10	Continued to review additional fixed equipment lease documents and prepared summary of same (5.4); coordinated with P. Rosenbaum re review of lease documents provisions in same (3.7).	2,493.40
6/03/09	MXD	1.00	Telephone conference with F. Patel and M. Terrien re leverage lease financing.	274.00

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6/03/09	LFCX	6.00	Researched New York case law on disguised financing (2.); completed checklist for 2001 A-5, 2001 A-7 and 2002 A-1 lease agreements to determine if any documents were missing (2.3); telephone conference with M. Terrien and F. Patel re lease agreements and how each agreement between parties should be interpreted (1.7).	900.00
6/03/09	AMH X	5.30	Met with M. Terrien re free and clear sale issues (.3); researched same (4.3); drafted memorandum re same (.7).	795.00
6/04/09	DRM	1.50	Prepared for preparation of complaints re equipment leasing recharacterization actions with M. Terrien, including telephone conferences with J. Smolinsky, J. Gromacki and D. Handzo.	1,150.50
6/04/09	DAH	.40	Telephone conference with M. Terrien and D. Murray re potential litigation re re-characterizing lease agreements.	250.00
6/04/09	JFC	7.10	Telephone conference with Alix Partners and J&B teams equipment financing restructurings (1.); telephone conference with GM, Alix Partners and J&B teams re same (1.); conferred with P. Rosenbaum and M. Terrien re same (2.); conferred with GM working group re mobile equipment restructuring matters (1.); conferred with J. Gromacki, M. Wolf and R. Clarke re same (1.5); revised lessor notice letters (.4); conferred with P. Rosenbaum re same (.2).	3,550.00
6/04/09	MST	7.60	Reviewed research re Section 363(f) issue (.5); telephone conference with legal team and Alix Partners re strategy (1.); telephone conference with professionals and GM re same (1.); conferred with J. Cox and P. Rosenbaum re same (.5); conferred re litigation planning re same (1.6); met with C. Childers re background to initiatives and meeting plans (.8); telephone conferences with J. Smolinsky and J. Cox re appraiser (.7); conferred with all counsel and Alix Partners re modifications to appraisal strategy (.4); conferred with D. Handzo re recharacterization adversaries (.4); conferred with D. Murray re same (.3); conferred with D. Huffine re research re Judge Gerber's prior recharacterization cases (.4).	4,370.00

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6/04/09	CLC	.70	Met with M. Terrien re background for equipment lessor negotiations.	287.70
6/04/09	RHC	3.80	Reviewed correspondence and e-mail re equipment lease review (1.2); met with P. Rosenbaum re background of same (.5); corresponded with J&B team re status and background (.9); conferred with Alix Partners re same (.4); worked on conflicts matters re equipment leases (.8).	1,455.40
6/04/09	PHR	5.30	Conferred with M. Terrien, J. Cox, J. Kline, T. Hall, M. DeMarino, L. Crawford and Alix Partners team re likely objections to sale approval motion by financiers, privilege concerns re valuations and timing for meetings with financiers (.9); met with M. Terrien re potential litigators we might want to get involved (.3); conferred with M. Terrien, Alix Partners team and GM team re legal points addressed in earlier call, invitation letter, process and timing for setting up meetings with financiers and other related points (1.); met with F. Patel re assignment re recharacterization of equipment leases (1.); conferred with M. Terrien, D. Linna and D. Baty re likely objections to Section 363 sale motion, valuation issues and related points (.3); met with J. Kline re status of lease reviews (.3); prepared for and met with R. Clarke re our assignment re recharacterization of equipment leases (1.); conferred with M. Terrien, Honigman team and Alix Partners team re valuation issues (.5).	1,510.50
6/04/09	FKP	1.40	Attended meeting re leveraged lease issues with P. Rosenbaum and T. Hall (.8); analyzed leveraged lease issues (.6).	728.00
6/04/09	LTH	4.60	Worked with P. Rosenbaum and F. Patel to review appraisals for leased equipment that had been provided (.5); continued to review newly received lease documents to confirm whether we were in receipt of complete sets of documents (1.3); reviewed each of participation agreements for powertrain equipment leases (2.8).	1,260.40

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6/04/09	JDK	8.20	Prepared for and participated in telephone conference with P. Rosenbaum, M. Terrien, Alix Partners, D. Linna and D. Beatty (from Honigman) re fixed equipment lease (1.); continued to review fixed equipment lease documents (7.2).	2,246.80
6/04/09	MXD	7.80	Reviewed equipment lease participation agreement and drafted summary re same (2.6); reviewed equipment lease trust agreement (1.); compiled equipment lease closing books and reviewed same for missing documents and unexecuted agreements (4.); reviewed mobile equipment lease schedules (.2).	2,137.20
6/04/09	LFCX	2.50	Met with P. Rosenbaum re equipment lease flowchart (.2); created equipment lease flowchart (2.); met with P. Rosenbaum re corrections and revisions to flow chart (.3).	375.00
6/04/09	AMH X	4.50	Met with M. Terrien re free and clear sale memorandum (.5); researched same (3.); continued drafting memorandum re same (1.).	675.00
6/05/09	DRM	.20	Memoranda to and from M. Terrien and J. Smolinsky re next steps with equipment subject to lease.	153.40
6/05/09	DAH	2.60	Reviewed cases and research memorandum re recharacterizing lease agreements (1.2); reviewed complaints filed in other similar cases (.9); drafted e-mail to M. Terrien and telephone conference with M. Terrien re next steps (.5).	1,625.00
6/05/09	JFC	4.10	Conferred with R. Clarke and M. Terrien re mobile equipment matters (.5); reviewed and responded to e-mail from working group re same (.4); worked on strategic planning issues for equipment lease restructurings (.6); conferred with P. Rosenbaum and M. Terrien re same (.3); met with F. Patel, M. Terrien, R. Clarke and P. Rosenbaum re equipment lease matters (.8); reviewed lease summaries and appraisal re same (.8); conferred with Alix Partners and M. Terrien re complaints and noteholder consent issues (.2); conferred with R. Jorgenson and P. Rosenbaum re lessor strategy (.5).	2,050.00

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6/05/09	MST	3.40	Conferred with J. Cox re Hilco (.2); e-mailed J. Smolinsky re same (.4); conferred with R. Clark re mobile equipment leases (.2); reviewed cases re recharacterization and conferred with A. Hummel re the same (.9); met with J. Cox, P. Rosenbaum and F. Patel re leveraged lease issue (.7); conferred with D. Handzo re draft complaint (.3); reviewed sample complaint (.2); conferred with P. Rosenbaum re litigation coordination (.3); e-mailed re meetings with lessors (.2).	1,955.00
6/05/09	RHC	3.20	Corresponded re Honigman involvement in mobile lease review (.2); conferred with Alix Partners, Honigman and GM re equipment leases (.4); corresponded with J&B team re lease reviews (.6); met with J&B team re mobile equipment leases review (.5); met with J. Cox, P. Rosenbaum, M. Terrien and F. Patel re non-mobile leases (.7); prepared summary e-mail to Alix Partners re follow-up questions on lease review (.8).	1,225.60
6/05/09	PHR	2.50	Met with T. Hall and J. Kline re potential tax implications of recharacterization and whether consent of noteholders will be required to amend leases (.3); met with L. Crawford re additional revisions to flow chart (.5); met with F. Patel, J. Cox, M. Terrien and R. Clarke re structure of leasing arrangements, general purpose of each document, whether consent of noteholders is required to amend leases and potential tax implications that could arise from recharacterization of leases as financing and followed up re same (1.2); conferred with J. Cox, R. Jorgensen and K. Shankie re tentative meeting schedule with financiers and how to respond to SMBC's request for additional information (.3); corresponded with M. Terrien and C. Childers re same (.2).	712.50
6/05/09	FKP	6.30	Attended internal meetings with J. Cox and M. Terrien re lease arrangements (1.); reviewed analysis re lease issues (1.4); reviewed and analyzed leveraged lease documents (3.9).	3,276.00

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6/05/09	LTH	4.50	Met with R. Clarke re review of mobile equipment leases (.6); reviewed leases for purposes of determining whether complete sets had been provided (.5); reviewed sample schedules to master lease agreements to ensure we had been provided with complete sets (.3); met with G. Knudsen to review work done re GM equipment leases and factors that will be used to analyze various mobile equipment leases (.5); reviewed mobile equipment leases (2.6).	1,233.00
6/05/09	JDK	8.10	Continued to review and summarize fixed equipment lease agreements (2.7); conferred with T. Hall re amendment provisions of, and next steps re fixed equipment lease agreements (.1); met with R. Clarke, T. Hall, G. Knudsen, M. DeMarino and I. Bushner re review of mobile equipment leases (.5); retrieved additional fixed equipment lease documents for review and reviewed same for missing documents (4.8).	2,219.40
6/05/09	GSK	3.50	Met with R. Clarke and leasing team re review of mobile equipment leases (.6); met with L. Hall re lease review process (.5); began review of mobile equipment leases for disguised financing factors (2.4).	959.00
6/05/09	MXD	5.20	Reviewed equipment lease opinion letters re true net lease and drafted summary re same (3.2); compiled mobile equipment lease and schedules (.3); met with R. Clark and mobile equipment lease team re analyzing and reviewing mobile equipment leases and schedules (.6); reviewed master lease agreements and schedules re missing and unexecuted documents (1.1).	1,424.80
6/05/09	TJP	.30	Researched dockets for requested documents in PSINET v. Cisco Systems per D. Handzo.	78.00
6/05/09	INBX	.60	Prepared mobile equipment lease schedules for review.	90.00
6/05/09	LFCX	1.30	Revised equipment lease flow chart.	195.00
6/05/09	AMH X	3.00	Met with M. Terrien re free and clear sale and lease re-characterization issues (.3); researched same (2.7).	450.00

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6/06/09	JFC	1.50	Telephone conference with working group re noteholder and valuation issues (.5); e-mailed working group re same (.5); conferred with P. Rosenbaum re same (.1); reviewed lease and lease summaries in advance of negotiation preparation meeting in Warren (.4).	750.00
6/06/09	MST	.90	Telephone conference with R. Jorgenson, Alix Partners, J. Cox and P. Rosenbaum re noteholder issues.	517.50
6/06/09	CLC	.80	Reviewed executory contract provisions of Asset Purchase Agreement in preparation for equipment lease negotiations (.3); reviewed research memoranda re selling free and clear under 365(f)(3) and (5) and recharacterization in preparation for equipment lease negotiations (.5).	328.80
6/06/09	PHR	2.50	Reviewed participation agreement for 2000A-1 lease (1.); reviewed indenture to confirm consent of each noteholder required to amend notes (.7); conferred with Alix Partners team, GM team and J&B team re demand from Prudential (noteholder) to participate in negotiations, and valuation metrics to use in assessing valuation of assets (.8).	712.50
6/06/09	JDK	5.60	Continued to review and summarize fixed equipment lease documents (2.); reviewed and summarized mobile equipment leases (3.6).	1,534.40
6/06/09	GSK	3.30	Reviewed mobile equipment leases for severability and disguised financing factors.	904.20
6/06/09	MXD	2.40	Reviewed and edited equipment lease opinion letters re true net lease (1.1); reviewed mobile equipment master lease and applicable schedules (1.3).	657.60
6/07/09	JFC	5.90	Reviewed lease documents and all lease summaries in advance of 6/9 negotiation strategy meetings in Warren (2.8); reviewed research materials re recharacterization and severability issues (1.8); reviewed meeting agenda/preparation materials/strategy memoranda (1.3).	2,950.00
6/07/09	LTH	2.50	Prepared summaries for mobile equipment leases and corresponding schedules.	685.00
6/07/09	JDK	3.10	Continued to review fixed equipment leases and revised summaries thereof.	849.40

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6/07/09	MXD	4.50	Reviewed mobile equipment master lease and applicable schedules (2.1); drafted summary re severability and disguised financing re mobile equipment master leases (2.4).	1,233.00
6/08/09	DAH	1.40	Office conference with M. Hersh re background of potential adversary proceeding and lease transactions and followed up re the same (.4); reviewed memoranda summarizing lease terms and lease flow chart (.5); reviewed draft complaint and e-mailed re same (.5).	875.00
6/08/09	JFC	4.50	Reviewed forms of Participation Agreement, Lease Agreement and Trust Agreement in advance of 6/9 negotiation preparation/strategy meetings with GM and Alix Partners working groups (1.4); conferred with and e-mailed M. Terrien and R. Clarke re mobile equipment lease negotiation strategy and legal issues (.6); conferred with GM and Alix Partners working group re same (1.); met with J&B working group re same (1.); reviewed and revised drafts of Bankruptcy Court recharacterization complaint (.5).	2,250.00
6/08/09	MXH	.20	Conferred with D. Handzo re possible drafting of adversary proceeding complaint re lease recharacterization issue.	87.60
6/08/09	MST	6.80	Worked on complaint for recharacterization (3.3); met with mobile lease team re analysis of leases (.6); conferred with Honigman re valuation issues (.4); conferred with Honigman and Maynard's re same (.7); conferred with R. Clark and P. Rosenbaum re mobile leases (.2); reviewed sample lease and ancillary documentation (1.6).	3,910.00
6/08/09	CLC	.80	Conferred with M. Terrien and P. Rosenbaum re various issues re equipment leases and documents in preparation for meetings with lessors (.2); reviewed e-mail re Prudential desire to talk prior to negotiations with lessors (.1); reviewed lease summaries and flow chart in preparation for lessor meetings (.3); reviewed and commented on recharacterization complaint (.2).	328.80
6/08/09	JPG	1.20	Reviewed various matters re equipment leases and conferred with D. Murray, M. Terrien and J. Cox re issues.	854.40

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6/08/09	RHC	3.70	Corresponded with lease review team re mobile equipment lease summaries (.3); reviewed summaries of mobile leases (.9); met with J. Cox, M. Terrien and other J&B personnel re same (.5); conferred with GM and Alix Partners re mobile lease issues (1.3); corresponded with T. Li re same (.3); corresponded and met with M. DeMarino and G. Knudsen re review of schedules to mobile equipment matters (.4).	1,417.10
6/08/09	PHR	3.80	Corresponded with J. Kline, T. Hall, M. DeMarino and L. Crawford re further analysis of lease arrangements (.5); conferred with R. Jorgenson and A. Fless re call with Prudential (.3); corresponded with M. Terrien re same and followed up re same (.5); conferred with R. Jorgenson re follow up to Prudential (.2); corresponded with J. Holy to request current list of noteholders (.2); reviewed summaries of trust agreement and participation agreement (.5); reviewed 2000 A-1 leases, including Pass Through Trust and related documents (1.6).	1,083.00
6/08/09	LTH	3.40	Finalized summaries of mobile equipment leases (1.1); met with R. Clarke, M. Terrien and J. Cox re summaries of leases (.5); prepared full and complete summary of Trust Indenture and Security Agreement and lessee guarantee for P. Rosenbaum (1.8).	931.60
6/08/09	JDK	5.90	Prepared summary of participation agreement document to each fixed equipment lease (4.6); met with J&B mobile equipment lease team re results of review of lease agreements (.4); revised mobile equipment lease summaries and drafted cover letter to Alix Partners re same (.9).	1,616.60
6/08/09	GSK	5.10	Completed high level summary of master mobile equipment leases (1.4); assembled cumulative packet of master leases (1.5); attended meeting with R. Clarke, M. Terrien, J. Cox and lease team re mobile leases (.5); compared reviews of all master leases and prepared brief summary (1.7).	1,397.40

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6/08/09	MXD	6.90	Met with J. Cox re mobile equipment lease disputes (.6); compiled and edited mobile equipment lease binders (1.7); reviewed various mobile equipment lease summaries (.4); updated and edited equipment lease (powertrain/stamping) analysis (.6); prepared, analyzed and summarized equipment lease ancillary documents including trust agreement and tax indemnity agreement (3.6).	1,890.60
6/08/09	INBX	1.90	Organized mobile equipment leases and lease schedules.	285.00
6/08/09	LFCX	5.30	Compiled list of noteholders for each equipment lease and confirmed that Section 11.2 of trust indenture and security agreements were same.	795.00
6/08/09	AMH X	5.00	Researched cases re free and clear sale issues (3.5); prepared case chart re same (1.5).	750.00
6/09/09	DAH	.20	Telephone conference with M. Hersh re review of leases and drafting complaint.	125.00
6/09/09	JFC	7.70	Attended negotiation preparatory and strategy meeting in Warren with GM, Alix Partners and J&B working groups re negotiations with lessors of powertrain/stamping leases (6.4); met with Honigman working group and Alix Partners and GM teams re same (1.); conferred with M. Wolf re issues related to same (.3).	3,850.00
6/09/09	MXH	2.30	Reviewed prior J&B memoranda re recharacterization issue and summarizing facts of lease agreements (.5); reviewed S.D. NY caselaw re recharacterization (1.8).	1,007.40
6/09/09	MST	8.60	Prepared for and attended planning meeting for negotiation sessions with lessors (7.6); reviewed and commented on presentations re same (.6); e-mailed re Asset Purchase Agreement revisions re leases (.4).	4,945.00
6/09/09	CLC	7.00	Met with A. Fless and T. Li from AlixPartners, K. Shankie, R. Jorgenson, J. Holy and R. Speiss from GM and M. Terrien, J. Cox and P. Rosenbaum from J&B to prepare for equipment lease negotiation meetings and analyze strategies and legal arguments re equipment financing leases (5.5); met with D. Baty and D. Linna from Honingman re discussions re equipment lessors; prepared for and attended equipment lessor meeting (1.).	2,877.00

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6/09/09	RHC	.20	Corresponded with M. DeMarino and G. Knudsen re review of schedules to mobile leases.	76.60
6/09/09	PHR	4.00	Met with A. Fless and T. Li from Alix Partners, K. Shankie, R. Jorgenson, J. Holy and R. Speiss from GM and M. Terrien, J. Cox and C. Childers from J&B to prepare for equipment lease negotiation meetings and analyze strategies and legal arguments re equipment financing leases.	1,140.00
6/09/09	FKP	3.20	Conferred re lease issues (.3); attended meeting with L. Hall and lease team re lease issues (.6); reviewed and analyzed leverage lease documents (2.3).	1,664.00
6/09/09	LTH	6.30	Met with F. Patel re financial arrangement of equipment leases (.8); reviewed equipment leases re role of parties and their rights (3.3); prepared chart setting forth information for each trustee for contacting noteholders (1.5); conferred with Honigman and Miller and prepared shipment of materials (.7).	1,726.20
6/09/09	JDK	.30	Summarized opinions of counsel given re fixed equipment leases.	82.20
6/09/09	GSK	9.40	Performed due diligence on mobile equipment lease schedules as stored in Warren Tech Center in Troy, MI for information re severability.	2,575.60
6/09/09	MXD	9.40	Performed due diligence review of mobile equipment lease schedules at client's site in Warren.	2,575.60
6/09/09	LFCX	.30	Searched trust indenture and security agreements to determine indentured trustees for each lease.	45.00
6/09/09	AMH X	5.80	Researched statute of limitations issues re lease re-characterizations (5.1); prepared e-mail re same (.7).	870.00
6/10/09	DAH	.30	Telephone conference with M. Hersh re review of leases.	187.50

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6/10/09	JFC	4.00	E-mailed R. Clarke re mobile equipment lease issues (.2); prepared for GM and Alix Partners call re same (.5); telephone conference with GM, Alix Partners and J&B working groups re negotiation mobile equipment lease strategy and legal issues (1.5); reviewed and commented on draft negotiation materials for Comerica, Wachovia and Prudential and reviewed working group comments to same (.6); conferred with GM, Alix Partners and J&B workings groups re powertrain/stamping negotiation issues (.5); conferred with P. Rosenbaum re issues (.7).	2,000.00
6/10/09	MXH	4.50	Reviewed 2002A-1 participation agreement (1.4); reviewed lease agreement and conferred with D. Handzo re the same (1.9); reviewed other related agreements in 2002A-1 package (1.); e-mailed re status of project (.2).	1,971.00
6/10/09	MST	8.90	Met with Comerica re financing obligation (.5); conferred with equipment leasing team re meeting outcome and lessors for future meetings (.5); reviewed decks for negotiations (.9); conferred re lease treatment options (.3); met with team re plan and offer for subsequent lease meetings (2.); conferred with C. Clegg re operational options (.7); met with Wachovia re financings (1.6); worked on Prudential presentation (.8); met with Prudential re financings (1.1); conferred with team re status of negotiations (.5).	5,117.50

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Date	Client	Hours	Description	Amount
6/10/09	CLC	11.40	Reviewed and conferred with A. Fless (Alix Partners), J. Holy, R. Jorgenson, K. Shankie and R. Speiss (GM) and M. Terrien and P. Rosenbaum (J&B) re negotiation decks in preparation for meeting with Comerica (.8); met with representatives of Comerica and R. Diehl of Bodman re restructuring of equipment lease (.5); conferred post-hearing with A. Fless (AlixPartners), J. Holy, R. Jorgenson, K. Shankie and R. Speiss (GM) and M. Terrien and P. Rosenbaum (J&B) re Comerica and further strategy (.4); reviewed negotiation decks and finalized preparations and strategy for Wachovia meeting (2.); prepared pre-meeting communication to SMBC (.2); conferred with C. Clegg, J. Holy, R. Jorgenson, K. Shankie and R. Speiss (GM), A. Fless (Alix Partners) and M. Terrien and P. Rosenbaum (J&B) re overall equipment lessor strategy (.5); worked on preparations and strategy for Prudential meeting (.5); met with R. Crumrine from Wachovia and conferred with legal counsel re restructuring of Wachovia equipment leases (1.7); conferred post-meeting with A. Fless (Alix Partners), J. Holy, R. Jorgenson, K. Shankie and R. Speiss (GM) and M. Terrien and P. Rosenbaum (J&B) re Wachovia and further strategy (.5); reviewed negotiation decks and finalized preparations and strategy for Prudential meeting (.8); conferred re rejection and assumption mechanisms (.3); continued strategy discussions re all equipment lessors (.5); met with Prudential representatives and B. Silvers from Bingham re restructuring of SMBC and Textron equipment leases (1.); conferred post-meeting with A. Fless (Alix Partners), J. Holy, R. Jorgenson, K. Shankie and R. Speiss (GM) and M. Terrien and P. Rosenbaum (J&B) re Prudential and further strategy (.5); prepared for further equipment lessor meetings (1.2).	4,685.40
6/10/09	RHC	1.50	Corresponded with J. Cox re status and telephone conference (.2); conferred and corresponded with mobile lease review team re schedules to mobile leases (.4); conferred with GM and Alix Partners re mobile lease issues (.9).	574.50

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6/10/09	PHR	10.20	Reviewed and commented on negotiation slides for meetings with Comerica, Wachovia and Prudential (.8); participated in meetings with representatives of Comerica re reduction in equipment financing obligations (.5); conferred re implications of meeting with Comerica and how to approach future meetings (.5); conferred re specific proposals including dollar amount of reductions for each of Wachovia and Prudential (2.); prepared pre-meeting communication to send to SMBC (.2); conferred with C. Clegg re operational arguments for stamping presses (.5); worked on preparations and strategy for meeting with Prudential (.8); met with R. Crumrine of Wachovia re reduction in equipment financing obligations (1.7); reviewed and revised proposals for Prudential (.8); conferred re rejection and assumption mechanisms (.4); continued strategy discussions re all equipment lessors (.5); met with representatives of Prudential and B. Silvers from Bingham re equipment leases (1.); conferred post-meeting with A. Fless (Alix Partners), J. Holy, R. Jorgenson, K. Shankie and R. Speiss (GM) and M. Terrien, C. Childers and P. Rosenbaum (J&B) re Prudential and further strategy (.5).	2,907.00
6/10/09	FKP	.80	Analyzed issues re leveraged leases.	416.00
6/10/09	LTH	4.90	Met with R. Clarke and mobile lease team re mobile equipment leases (.3); reviewed mobile equipment leases (.5); prepared revised summary of mobile equipment leases (1.8); reviewed powertrain and stamping leases and finance documents re rights of noteholders upon bankruptcy or default under lease (1.5); provided P. Rosenbaum and M. Terrien with detailed overview of rights of noteholders (.8).	1,342.60
6/10/09	JDK	1.50	Reviewed fixed equipment leases re rights of note holders in event of default by client and sent summary of findings to T. Hall.	411.00
6/10/09	GSK	11.90	Performed due diligence on mobile equipment lease schedules as stored in Warren Tech Center in Troy, MI for information re severability (8.4); completed compilation and editing of due diligence chart summarizing same (3.5).	3,260.60

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6/10/09	MXD	8.40	Performed due diligence review of mobile equipment lease schedules at client's site in Warren.	2,301.60
6/10/09	AMH X	6.50	Continued research re statute of limitations issues for lease re-characterizations (2.5); e-mailed re same (.4); reviewed cases re free and clear sale issues (1.8); prepared case chart updates re same (1.8).	975.00
6/11/09	DAH	.60	Office conference with M. Hersh re fact issues in recharacterization complaint (.3); telephone conference with M. Terrien and M. Hersh re timetable for filing complaints and fact-gathering issues (.3).	375.00
6/11/09	JFC	1.00	E-mailed working group re powertrain and stamping negotiation issues (.5); reviewed P. Rosenbaum memorandum re financial disguise and accounting issues and e-mailed re same (.2); conferred with and e-mailed R. Clarke re mobile equipment lease restructuring issues (.3).	500.00
6/11/09	MXH	3.50	Reviewed 2002A-2 lease agreement re adversary proceeding re recharacterization (1.2); reviewed participation agreement re same (.8); drafted summary of main points of lease re recharacterization proceedings (1.2); telephone conference with D. Handzo and M. Terrien re status of recharacterization project and next steps (.3).	1,533.00
6/11/09	MST	.30	Telephone conference with D. Handzo re recharacterization claim.	172.50

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6/11/09	CLC	6.70	Reviewed executory contract provisions of Asset Purchase Agreement and financial disguise and severability memoranda in preparation for equipment lessor meetings (.9); met with SMBC representatives and P. Partee from Hunton and Williams re restructuring of SMBC equipment leases (.5); conferred post-meeting with A. Fless (Alix Partners), J. Holy, R. Jorgenson, K. Shankie and R. Speiss (GM) and P. Rosenbaum (J&B) re SMBC and further strategy (.2); met with R. Outon (GM) re tax issues re lease v. financing issues (.4); reviewed and commented on draft pre-meeting letter to PMCC (.3); reviewed e-mail from P. Rosenbaum re summary of tax issues and financial disguise analysis following meeting with R. Outon (.1); conferred with A. Fless (Alix Partners), R. Jorgenson, K. Shankie and R. Speiss (GM) and P. Rosenbaum (J&B) re business and legal strategy re equipment leases (.5); reviewed negotiation decks in preparation for meeting with Textron and PNC (.3); met with Textron representatives and M. Robinson and A. Gough (Winston) and PNC representatives and R. Kozlowski (in-house counsel) re restructuring of equipment leases (1.5); analyzed options re I4/I5 leases and prepared further information requested by PNC and Textron (2.).	2,753.70
6/11/09	RHC	1.30	Corresponded with G. Knudsen re schedule review (.3); reviewed draft analysis of same (.4); conferred and corresponded with T. Hall re summaries (.4); corresponded with M. Terrien re distribution of summaries (.2).	497.90

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6/11/09	PHR	6.20	Met with R. Jorgenson, R. Speiss, K. Shankie, C. Childers and A. Fless to review negotiation deck in advance of meeting with SMBC (.3); met with SMBC representatives and P. Partee from Hunton and Williams re SMBC equipment leases (.5); conferred post-meeting with GM team, A. Fless and C. Childers and next steps (.2); met with R. Outon (GM) re tax issues re lease v. financing issues (.4); drafted e-mail to J&B team re same (.5); conferred with GM team, A. Fless and C. Childers re business and legal strategy re equipment leases (.5); reviewed negotiation decks in preparation for meeting w/Textron and PNC (.3); met with Textron representatives and M. Robinson and A. Gough (Winston) and PNC representatives and R. Kozlowski (in-house counsel) re equipment leases (1.5); analyzed operational alternatives re I4/I5 leases and prepared further information requested by PNC and Textron (2.).	1,767.00
6/11/09	LTH	4.60	Reviewed summaries of mobile equipment leases prepared by R. Clarke, J. Kline, G. Knudsen and M. DeMarino (1.7); consolidated summaries where appropriate (.7); prepared final overview of GM's position re leases for mobile equipment (2.2).	1,260.40
6/11/09	MXD	2.80	Reviewed Connell mobile equipment lease (1.1); drafted and edited summary and analysis re Connell mobile equipment lease (.6); edited mobile equipment lease due diligence chart (1.1).	767.20
6/11/09	AMH X	2.00	Reviewed cases re free and clear sale issues (1.4); prepared case chart updates re same (.6).	300.00
6/12/09	DAH	.40	Reviewed Honigman research memorandum.	250.00
6/12/09	JFC	1.00	E-mailed working group and reviewed draft of e-mail response to lessor (.5); conferred with and e-mailed P. Rosenbaum re lease negotiation issues (.5).	500.00
6/12/09	MXH	3.50	E-mailed and conferred with P. Rosenbaum re status of lease recharacterization proceedings and setting up call for Monday (.3); reviewed 2004A-1 participation agreement (1.); reviewed 2004A-1 lease and lease supplement (1.5); compared key terms of 2004A-1 and 2004A-2 lease and participation agreements (.7).	1,533.00

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6/12/09	CLC	.20	Reviewed e-mail from J. Holy re tax consequences to owner participants of equipment leases (.1); reviewed numerous e-mail from Maynards re valuations of equipment and outstanding issues (.1).	82.20
6/12/09	RHC	1.90	Reviewed consolidated lease summary and prepared comments re same (.6); reviewed draft schedule chart (.5); met with G. Knudsen re same (.4); e-mailed re distributing schedule chart and consolidated mobile equipment lease summary (.4).	727.70
6/12/09	PHR	1.50	Corresponded with GM team and J&B team re response to B. Diehl (outside counsel to Comerica) re non-assumption of lease (.5); corresponded with M. Mazzuca re appraisal issues for I4/I5 equipment (.3); corresponded with M. Hersh and J. Cox re matters related to recharacterization of leases (.3); reviewed e-mail from R. Spiess re matters related to operational alternatives for I4/I5 equipment (.1); corresponded with M. Terrien re communications with outside counsel for PMC (.3).	427.50
6/12/09	PJT	.40	Reviewed motion to reject leases.	280.00
6/12/09	GSK	1.40	Edited due diligence chart to summarize information reviewed in Warren, MI (1.1); met with with R. Clarke re same (.3)..	383.60
6/12/09	AMH X	3.00	Reviewed cases re free and clear sale issues (2.); prepared case chart updates re same (1.).	450.00
6/13/09	PHR	.70	Drafted letter to owner participants and owner trustee re rejection and assumption notices and sent to J. Cox and M. Terrien for review.	199.50
6/14/09	JFC	.80	Reviewed and revised P. Rosenbaum draft of lessor notice letters (.5); reviewed draft deck, P. Rosenbaum comments re same and negotiation team correspondence re U.S. Treasury meeting (.3).	400.00
6/14/09	PHR	2.00	Conferred with M. Terrien re communications with U.S. Treasury and need for review of PowerPoint presentation (.2); reviewed and commented on PowerPoint presentation (1.); drafted e-mail outlining comments and sent to R. Jorgenson and A. Fless (.8).	570.00

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6/15/09	DAH	1.20	Office conference with M. Hersh re lease legal issues (.3); telephone conference with P. Rosenbaum, R. Spiess, M. Hersh and others re useful life of equipment (.6); conferred with M. Hersh re same (.3).	750.00
6/15/09	JFC	1.50	Conferred with P. Rosenbaum re call with U.S. Treasury, GM, U.S. Treasury's counsel, Alix Partners and J&B representatives re leasing negotiations (.3); attended negotiation preparation conference with GM, Alix Partners and J&B representatives (.3); conferred with P. Rosenbaum and e-mailed J&B team re same (.3); reviewed presentation materials in advance of U.S. Treasury call (.3); conferred with M. Terrien and R. Clarke re mobile equipment lease issues (.3).	750.00
6/15/09	MXH	4.50	E-mailed and corresponded with P. Rosenbaum re 2004A-1 and A-2 leases (.5); telephone conference with R. Sties, D. Handzo and P. Rosenbaum re initial fact-gathering re longevity of powertrain equipment (.7); conferred with D. Handzo re next steps in possible adversary complaint drafting (.3); reviewed Indenture Trust Agreement re drafting of complaint in adversary proceeding (1.2); reviewed trust agreement re same (1.); reviewed participation agreement re same (.8).	1,971.00
6/15/09	MST	8.70	Reviewed presentation deck for U.S. Treasury call and conferred with P. Rosenbaum re the same (.5); telephone conference with U.S. Treasury re lease strategy and manufacturing assets (1.5); conferred with A. Fless, R. Jorgensen and R. Speiss re same (.6); attended preparation meetings re Phillip Morris negotiations (4.3); reviewed pleadings re leases (.9); conferred with J. Cox and R. Clark re mobile leases (.5); reviewed e-mail re same (.4).	5,002.50
6/15/09	RHC	2.10	Reviewed correspondence re proposed course of action re mobile equipment leases (.2); conferred with J. Cox and M. Terrien re same and followed up re same (.8); drafted e-mail re same (1.1).	804.30

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6/15/09	PHR	7.80	Met with M. Terrien re meetings with SMBC, Textron and PNC (.6); conferred with M. Hersh and M. Terrien re aspects of equipment agreements re disguised financing, including useful life and nominal purchase price (.5); reviewed revised PowerPoint presentation in preparation of call with U.S. Treasury (.5); conferred with J. DaMour, R. Jorgenson and other members of GM team, M. Terrien, representatives of U.S. Treasury and Cadwalader re lease negotiations (1.5); corresponded with J. Kline and T. Hall re sublease of equipment from OldGM to NewGM post-closing and conferred with M. Terrien re same (.4); met with R. Jorgenson, R. Spiess, J. Holy and K. Shankie of GM, M. Terrien and A. Fless and conferred with D. Hanzo and M. Hersh re questions re disguised financing relevant to drafting compliant, including questions re useful life of equipment and nominal purchase price (1.5); met with GM team, D. Baty and D. Grimm of Honigman, A. Fless and M. Terrien re meetings with Comerica, PNC, Textron, SMBC and Wachovia (1.); met with GM team, A. Fless and M. Terrien re preparation for meetings with PMCC (1.8).	2,223.00
6/15/09	LTH	.80	Reviewed equipment leases and prepared summary for each laying out requirements for subleasing.	219.20
6/15/09	JDK	2.20	Reviewed fixed equipment leases for sublease conditions and drafted summary of same (1.7); retrieved fixed equipment appraisals and sent to M. Hersh (.5).	602.80
6/15/09	AMH X	2.00	Researched free and clear sale issues (1.2); prepared case chart updates re same (.8).	300.00
6/16/09	DAH	4.80	Office conference with M. Hersh re issue of who we should name as defendants in recharacterization suit (.3); reviewed Tonawanda engine line leaseback agreements (4.5).	3,000.00
6/16/09	JFC	2.50	Conferred with and e-mailed P. Rosenbaum and M. Terrien re PMC negotiations and other related powertrain/stampings restructuring issues (.8); conferred with G. Davis re same (.2); conferred with and e-mailed R. Clarke re mobile equipment restructuring issues (.5); reviewed mobile equipment lease summaries and analysis of severability claims (1.).	1,250.00

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6/16/09	MXH	4.50	Began draft of complaint in adversary proceeding to recharacterize lease (.2); reviewed documents to determine proper parties to name as defendants (.5); conferred with D. Handzo re same (.4); reviewed Creditors Committee treatise and related articles re lease v security interest question (1.4); reviewed caselaw re lease v security interest question (2.).	1,971.00
6/16/09	MST	5.80	Met with GM and Alix Partners team re preparation for meetings (1.4); conferred with R. Smolev and P. Rosenbaum re Phillip Morris financings (.3); met with negotiation team and Phillip Morris re restructuring financings (.6); conferred with team and P. Rosenbaum re same (.6); reviewed materials re tax indemnity (1.2); conferred with P. Rosenbaum and A. Huffine re same (.6); conferred with R. Clark and mobile lease team re rejection issues (.6); prepared further for meeting with lessors (.5).	3,335.00
6/16/09	GMD	1.70	Reviewed representative equipment lease closing documentation (.7); conferred with A. Dowling re tax issues re lease negotiations re same (.5); conferred with P. Rosenbaum and A. Dowling (.3); telephone conference with A. Dowling and J. Cox re same (.2).	884.00
6/16/09	PHR	5.50	Met with R. Jorgenson, R. Spiess, J. Holy (via phone) and K. Shankie of GM, A. Fless and M. Terrien re review of negotiation deck for PMCC and re matters related to appraisal for powertrain equipment in Tonawanda (1.5); met with representatives of PMCC, GM team, M. Terrien and A. Fless re reduction of obligations under PMCC equipment financing agreements (1.8); conferred with G. Davis and A. Dowling re tax indemnity agreement and potential adverse tax consequences from reduction in rental payments and followed up re same (.7); met with GM team, Honigman team, A. Fless and M. Terrien re meetings with PMCC and potential next steps (1.5).	1,567.50

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6/16/09	AED	5.00	Reviewed participation agreement and leases for leveraged leases for equipment re proposed negotiation strategies with focus on tax issues and conferred with J. Kline re same (.3); reviewed tax indemnity agreements re same (1.); office conference with G. Davis re same (.5); telephone conference with P. Rosenbaum and G. Davis re same (.3); telephone conference with G. Davis and J. Cox re same (.2).	1,370.00
6/16/09	JDK	.60	Conferred with A. Dowling re fixed equipment leases (.5); conferred with P. Rosenbaum re update of fixed equipment lease renegotiations (.1).	164.40
6/16/09	AMH X	3.80	Researched issues re lease severability and partial assumption (3.2); drafted e-mail memorandum re same (.6).	570.00
6/17/09	JFC	2.00	Telephone conference with Alix Partners, GM and J&B teams re lease restructuring strategy/negotiation issues and status (1.4); reviewed summary materials in advance of same (.6).	1,000.00
6/17/09	MXH	5.30	Revised jurisdiction and parties section of draft complaint in adversary proceeding to recharacterize lease (.7); drafted fact-background section of complaint (2.4); drafted first count of complaint (2.2).	2,321.40
6/17/09	MST	3.70	Telephone conference with J. Cox, P. Rosenbaum and GM and Alix Partners lease team re SMBC offer and next steps (1.7); conferred with J. Cox and P. Rosenbaum re issues raised (.3); conferred with L. Crawford re research re same (.4); conferred with G. Davis and P. Rosenbaum re tax issues in leveraged leases (.4); conferred with D. Huffine re tax indemnity research (.5); reviewed research re same (.4).	2,127.50
6/17/09	GMD	.60	Conferred with A. Dowling re development of lease information relevant to tax issues impacting negotiations (.3); conferred with A. Dowling, M. Terrien and P. Rosenbaum re same (.3).	312.00

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6/17/09	PHR	3.70	Prepared for call with R. Jorgenson, R. Speiss, K. Shankie and J. Holy (GM Team) and A. Fless re lease-by-lease plan for next steps (.3); conferred with GM Team, A. Fless, M. Terrien and J. Cox re proposal by SMBC and potential responses, plan for reviewing rest of leases and what might happen if we reject lease (1.2); conferred post-call with M. Terrien and J. Cox re issues re potential ways to encourage owner participants to remove equipment from plants once lease has been rejected (.3); conferred with M. Terrien, J. Cox and D. Horvath re same (.3); met with G. Davis, A. Dowling and M. Terrien re tax indemnity agreement and whether rejection of lease would result in adverse tax impact to owner participants (.3); reviewed original financing documents and sent to J. Holy (1.); corresponded with M. Terrien and M. Hersh re named parties in complaint (.3).	1,054.50
6/17/09	AED	1.30	Reviewed deal documents (.5); office conference with A. DeRose re lease terms (.2); office conference with G. Davis re tax issues (.3); office conference with M. Terrien, P. Rosenbaum and G. Davis re tax issues (.3).	356.20
6/17/09	AMH X	6.00	Continued research re lease severability and partial assumption issues (5.4); drafted e-mail memorandum re same (.6).	900.00
6/18/09	DAH	2.60	Office conference with M. Hersh re indivisible ownership of assets and impact on recharacterization (.3); revised draft complaint (2.3).	1,625.00
6/18/09	MXH	4.20	Outlined legal issues re potential recharacterization complaint (.8); reviewed tax law articles re economic structure of lease transactions (1.7); reviewed and analyzed EBO clause of lease agreements (1.3); conferred with D. Handzo re same (.4).	1,839.60
6/18/09	MST	1.90	Reviewed SMBC response (.1); conferred with R. Jorgensen and A. Fless re SMBC proposal and correspondence (.7); conferred with B. Silvers re same and other Prudential issues (.5); conferred with M. Harrison re Transition Services Agreement issues (.3); conferred with D. Murray re rejection motion (.3).	1,092.50

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6/18/09	GMD	1.30	Conferred with A. Dowling re tax issues relating to leases (.3); further conferred with A. Dowling re research on tax issues re leases and development of relevant data from leases (.5); conferred re certain leveraged lease provisions (.5).	676.00
6/18/09	PHR	.30	Corresponded with M. Harrison re matters re equipment financing agreements and Transition Services Agreement (.2); corresponded with J. Kline and T. Hall re same (.1).	85.50
6/18/09	AED	6.80	Telephone conference with G. Davis re tax research issues (.3); researched whether canceled or modified leases are treated as debt obligations under tax code section 108 or Treasury Regulation section 1.1001-3, tax treatment of lessors if leveraged lease is canceled or modified, and cases involving tax indemnity agreements for leveraged leases that have been canceled (.6); office conference with G. Davis re same (.5).	1,863.20
6/18/09	AMH X	1.60	Continued case chart updates re free and clear sale issues (.7); reviewed cases re same (.9).	240.00
6/19/09	JFC	.70	Reviewed PMCC proposal and Alix Partners and GM team e-mail re same (.4); reviewed Shreveport proposals and GM team e-mail re same (.3).	350.00
6/19/09	MXH	6.10	Reviewed caselaw re lease recharacterization as security interest (1.6); reviewed lease appraisal documents (.4); reviewed GM internal documents re leases (.4); performed various calculations re termination payments (.5); reviewed prior bankruptcy court filings re Section 363 transaction (.6); revised draft complaint (2.6).	2,671.80
6/19/09	MST	2.60	Updated call on leases with lease re negotiation team (.8); conferred with L. Crawford re research issue re consequences of rejection (.3); conferred with P. Rosenbaum re status (.2); reviewed PMCC proposal information (.3); telephone conference re PMCC proposal (1.).	1,495.00
6/19/09	GMD	1.70	Conferred with A. Dowling re lease provisions re tax issues raised in negotiations and research re same.	884.00

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6/19/09	PHR	1.80	Conferred with R. Jorgenson, R. Spiess, K. Shankie and J. Holy of GM, A. Fless and M. Terrien re PMCC proposal (1.5); corresponded with M. Hersh re status of negotiations and potential next steps (.3).	513.00
6/19/09	AED	5.00	Researched cases involving tax indemnity agreements re legal theories and treatment of claims as prepetition unsecured claims (3.3); office conference with G. Davis re same (1.7).	1,370.00
6/19/09	JDK	.30	Assembled notice addresses for fixed equipment leases.	82.20
6/19/09	AMH X	5.50	Continued research re lease severability and partial assumption issues (4.8); drafted e-mail memorandum re same (.7).	825.00
6/20/09	PHR	1.20	Reviewed Transition Services Agreement and schedules for items re equipment financing and use of equipment by New GM post-closing (.8); corresponded with M. Terrien and J. Cox re comments to same (.4).	342.00
6/22/09	JFC	1.00	Telephone conference with Alix Partners and GM working groups re PMCC and other lease restructuring issues and reviewed PMCC proposal re same (.3); conferred with P. Rosenbaum and reviewed summaries re same (.5); conferred with M. Terrien re issues for sale hearing (.2).	500.00
6/22/09	MST	3.40	Telephone conference with lease renegotiation team re PMCC (.4); conferred with team re same (.5); conferred with Honigman re lease issues for sale hearing (.7); conferred with J. Cox and M. Wolf re same (.3); reviewed objections re same (1.1); drafted e-mail to S. Karotkin and J. Smolinsky re same (.4).	1,955.00
6/22/09	GMD	.50	Conferred with P. Rosenbaum re tax issues involved in lease negotiations.	260.00
6/22/09	PHR	1.10	Conferred with J. Holy, R. Spiess and K. Shankie of GM, A. Fless of Alix Partners, M. Terrien and J. Cox of J&B and D. Baty and D. Grimm of Honigman re next steps re Philip Morris and need to reschedule call (.3); conferred with GM team, A. Fless, Honigman team and M. Terrien re PMCC response and other matters (.4); conferred with M. Terrien re same (.4).	313.50

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6/23/09	JFC	.50	Reviewed several lessor proposals and responses and e-mailed re same (:3); conferred with P. Rosenbaum and other working group members re same (.2).	250.00
6/23/09	MST	3.30	Worked on chart outlining lease objections (2.6); conferred with A. Fless re PMCC response (.2); conferred with P. Rosenbaum re same (.1); conferred with A. Fless re sale hearing and objections (.4).	1,897.50
6/23/09	RHC	1.40	Met with P. Rosenbaum re background on fixed equipment lease issues (.6); telephone conference with GM and Alix Partners re same (.8).	536.20
6/23/09	PHR	2.40	Met with R. Clarke re status of equipment financing arrangements with focus on status with PMCC (.5); conferred with R. Jorgenson, J. Holy, K. Shankie and R. Spiess of GM, D. Baty and D. Grimm of Honigman, A. Fless and R. Clarke re SMBC response and PMCC response (.8); conferred with M. Terrien re call with GM team, letter to PMCC and comments to Transition Services Agreement and followed up re same (.4); reviewed and commented on PMCC response and sent to R. Jorgenson (.7).	684.00
6/24/09	JFC	1.00	Telephone conference with Weil Gotshal, Alix Partners, GM and J&B teams re restructuring issues and impact of contract relationships on Transition Services Agreement.	500.00
6/24/09	MST	2.80	Prepared for telephone conference re lease situation (.3); conferred with A. Fless re same (.2); conferred with Weil Gotshal, Honigman, Alix Partners and J. Kimble re same (.5); conferred with J&B team re Transition Services Agreement issues re same (.5); conferred with equipment renegotiation team re lessor responses (.5); conferred with A. Fless and others re status of equipment leases in rejection process (.8).	1,610.00
6/24/09	GMD	.20	Reviewed estimated owner participant tax costs chart for use in negotiations and conferred with P. Rosenbaum re same.	104.00

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6/24/09	RHC	1.90	Reviewed correspondence re tax consequences of lease rejection (.2); prepared for telephone conference (.1); telephone conference with GM, Alix Partners, Honigman and Weil Gotshal re contractual issues; (.7); met with J&B personnel re same (.3); conferred with GM and Alix Partners re lease issues (.6).	727.70
6/24/09	PHR	1.50	Corresponded with G. Davis re indemnity agreement and potential tax consequences to owner participants upon rejection of leases and followed up re same (.5); conferred with R. Jorgenson, J. Holy, R. Spiess and K. Shankie of GM, A. Fless and M. Terrien re PMCC and response to other lessors (1.).	427.50
6/24/09	AED	1.50	Revised chart showing expected taxable gain lessors would recognize if leased assets were foreclosed upon.	411.00
6/25/09	JFC	.50	Reviewed PMCC follow-up and restructuring proposal re same (.3); e-mailed working group re same (.2).	250.00
6/25/09	MST	.50	Telephone conference with Textron counsel (.2); e-mailed lease renegotiation team re same (.1); e-mailed re Minnesota lease rejection (.2).	287.50
6/25/09	GMD	.30	Conferred with A. Dowling re tax chart for use in lease negotiations.	156.00
6/25/09	RHC	2.80	Conferred with E. Quinlisk re franchise applications (.1); reviewed same (2.4); conferred and met with V. Slosman re same (.3).	1,072.40
6/25/09	AED	.80	Reviewed documents for principal vs. interest allocation in debt service payments (.5); office conference with G. Davis re same (.3).	219.20
6/26/09	JFC	1.00	Reviewed strategy materials and proposals to/from lessors and e-mailed re same (.7); conferred with P. Rosenbaum re status issues (.3).	500.00
6/26/09	MST	1.20	Telephone conference re update on lease negotiations.	690.00
6/26/09	GMD	.20	Conferred with A. Dowling re update of tax chart for use in lease negotiations to include Jay Alix loan estimates.	104.00
6/26/09	RHC	1.20	Telephone conference with GM, Alix Partners and Honigman re fixed equipment leases (.9); conferred with P. Rosenbaum to prepare for same (.3).	459.60

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6/26/09	PHR	.60	Corresponded with R. Clarke re preparation for call with MEF team and PMCC proposal (.3); met with R. Clarke and T. Hall re obtaining versions of lease agreements (.3).	171.00
6/26/09	AED	.50	Revised chart showing investor tax costs of foreclosure to include remaining principal amount of debt calculations prepared by J. Alix (.3); office conference with G. Davis re same (.2).	137.00
6/26/09	PJT	.50	Reviewed lease rejection-related e-mail from Weil Gotshal and related pleadings.	350.00
6/27/09	JFC	.50	Conferred with R. Clarke re mobile equipment and powertrain and stamping status and reviewed agenda and summary re same.	250.00
6/29/09	JFC	1.10	Conferred with P. Rosenbaum and R. Clarke re powertrain and stampings negotiations and counterproposals and reviewed e-mail re same (.6); reviewed two drafts of PMCC response and e-mail re same (.5).	550.00
6/29/09	MST	1.80	Attended strategy telephone conference with lease team (1.); reviewed and commented on multiple drafts of PMCC communication (.8).	1,035.00
6/30/09	DRM	.40	Memoranda to and from M. Terrien re Second Omnibus Lease Rejection (.2); reviewed materials in preparation for hearing (.2).	306.80
6/30/09	JFC	2.50	Conferred with lease team re SMCC and PMCC negotiations/proposals and reviewed same (1.3); prepared for Alix Partners and GM telephone conference re same and other lease proposals (.7); reviewed Alix Partners mobile lease rejection list and summary and correspondence re same (.5).	1,250.00
6/30/09	MST	3.90	Telephone conference with lease team re negotiation update and next steps (1.4); conferred with A. Fless re same (.2); conferred with T. Lomazow re lease objection (.8); reviewed materials re same (1.1); conferred with P. Rosenbaum and T. Hall re same (.4).	2,242.50
6/30/09	PHR	.50	Conferred with M. Terrien re acceleration provisions in leases and potential impact under Transition Services Agreement (.3); coordinated with T. Hall re same (.2).	142.50

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6/30/09	LTH	3.30	Reviewed equipment leases re default provisions to determine continued use of equipment by New GM (2.8); telephone conference with M. Terrien re same (.5).	904.20
		642.20	PROFESSIONAL SERVICES	231,985.70
MATTER TOTAL				\$ 231,985.70

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PRODUCTS LIABILITY LITIGATION

MATTER NUMBER - 10070

DATE	INITIALS	TIME	DESCRIPTION	AMOUNT
6/01/09	TWM	1.50	Conferred with C. Grabenstein re procedures for notifying court re automatic stay in property damage litigation and effect of bankruptcy stay on court-imposed deadlines (.5); conferred with P. Harris and J. Sweeney re status of product liability litigation matters in light of bankruptcy filing and followed up re same (1.).	657.00
6/01/09	PLH	3.00	Reviewed issues re notifying parties of record in pending product litigation of bankruptcy filing (2.); conferred with D. Murray, T. Myrianthopoulos and R. Harding re same (1.).	1,314.00
6/02/09	JHS	.20	E-mailed D. Axelrod and P. Harris re effect of stay.	85.00
6/03/09	JHS	.50	Telephone conference with D. Axelrod, counsel for Nobbe, re effect of GM bankruptcy (.3); conferred with P. Harris re same (.2).	212.50
6/04/09	DRM	.50	Conferred with P. Harris re treatment of GM personal injury cases in bankruptcy.	383.50
6/04/09	JHS	.70	Telephone conferences with and e-mailed D. Axelrod, counsel for plaintiff, and P. Harris re effect of stay and case against Blue Bird (.4); office conference with P. Harris re effect of stay on litigation (.3).	297.50
6/04/09	TWM	.30	Conferred with P. Harris and J. Sweeney re status of product litigation re bankruptcy filing.	131.40
6/05/09	DRM	.30	Telephone conference with P. Harris re application of automatic stay to products liability litigation (.2); memorandum from P. Harris re actions of GM internal counsel re same (.1).	230.10
6/05/09	JHS	1.30	Telephone conference with and e-mailed J. Kleinman, counsel for plaintiff, re effect of stay (.3); conferred with T. Myrianthopoulos re same (.2); prepared notices of bankruptcy filing and letters to all counsel re same (.3); prepared notices of bankruptcy filing and letters to all counsel re same re O'Neill (.5).	552.50
6/05/09	MST	.20	Conferred with D. Murray re filing notices of bankruptcy.	115.00

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6/05/09	TWM	.60	Reviewed discovery ordered entered in Smith product liability matter in West Virginia and correspondence with local counsel re same and effect of automatic stay (.1); reviewed correspondence with plaintiff's counsel R. Burke re automatic stay in O'Neill product liability litigation matter pending in Cook County, Illinois (.1); conferred with R. Harding re motion for summary judgment filed against dealership that GM was indemnifying in pending Kaplan litigation in Cook County, Illinois (.1); reviewed correspondence with counsel for co-defendant Blue Bird in pending Nobbe product litigation and analyzed effect of stay on co-defendants (.1); reviewed correspondence with D. Murray and P. Harris re suggestion to file notice of bankruptcy in product litigation (.1); telephone conference with P. Harris re same (.1).	262.80
6/05/09	PLH	3.00	Reviewed documents re notice of suggestion of bankruptcy (1.7); conferred with members of product litigation team re filing notices in pending cases (1.3).	1,314.00
6/05/09	RKH	.40	Reviewed plaintiffs' motion for summary judgment and followed up with P. Harris and T. Myrianthopoulos re same re Kaplan (.3); reviewed Notice of Bankruptcy to be filed in property damages cases, as well as other documents related thereto (.1).	153.20
6/08/09	DRM	.20	Memoranda to and from P. Harris and T. Myrianthopoulos re application of stay to personal inquiry case in which GM insurance is implicated.	153.40
6/08/09	JHS	1.30	Edited and filed Notice of Bankruptcy in O'Neill and Nobbe cases and conferred with T. Myrianthopoulos re same (.7); edited letters to opposing counsel re same (.3); reviewed and revised notice of bankruptcy filing and letter to opposing counsel re same in Blissett case (.3).	552.50

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6/08/09	TWM	2.30	Conferred with J. Sweeney, R. Harding and N. Jacobson re procedure for filing Notice of Bankruptcy in active product liability matters (.6); conferred with D. Murray re whether to file notice of bankruptcy in case where GM not named as defendant but is party in interest (.2); telephone conference with H. Cohen of GM re pending Benson litigation matter in Minnesota and whether to file notice of bankruptcy on behalf of GM (.2); drafted and prepared notice of bankruptcy in Smith litigation in West Virginia (.4); instructed local counsel re filing and service of same (.3); drafted letter to plaintiff's counsel re notice of bankruptcy to be filed (.4); conferred with R. Harding re instructions from client re cases involving dealerships being indemnified by GM and conferred re implications for Kaplan matter (.2).	1,007.40
6/08/09	PLH	2.00	Reviewed documents re master sale and purchase agreement (1.6); conferred with J. Sweeney, T. Myrianthopoulos and R. Harding re notifying claimants of bankruptcy (.4).	876.00
6/08/09	RKH	2.00	Prepared e-mail to C. Grabenstein, A. Merrick and J. Dlugosz re filing notices of bankruptcy in property damages cases and serving letters to plaintiffs' counsel re same and reviewed other matters related thereto and conferred with T. Myrianthopoulos re same (.5); prepared notice of bankruptcy and letter to plaintiff's counsel N. Motherway re same (Kaplan) (.5); prepared notice of bankruptcy and letter to plaintiff's counsel J. Howitt re same (Warner) (.5); reviewed and revised chart re property damage cases and forwarded same to H. Cohen at GM (.5).	766.00
6/08/09	CTG	2.90	Drafted letter to plaintiff's counsel re bankruptcy stay in matters Anufriev, Bahm, Boone, Brizel, Cody's Transportation Systems, Crawford, Diamond, Duncan, Forlizzi, Funderburk, Garner, Hoffman, Houston, Jackson, Jorden, Lumpkin, Madera, Malone, Robinson, Shannon, Stauts, Teal, Wigginton and Yost matters.	794.60
6/08/09	JLD	.30	Reviewed correspondence from GM re bankruptcy notice letters and court filings for pending product liability matters.	82.20
6/08/09	NCJ	.80	Filed and served Notice of Bankruptcy.	219.20

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6/09/09	JHS	1.30	Telephone conferences with and e-mailed P. Harris, T. Myrianthopoulos and B. Burke, counsel for Blue Bird, re automatic stay in Northern District of Illinois re Nobbe case and issues re strategy on summary judgment hearing in Kaplan case and followed up re same.	552.50
6/09/09	TWM	3.20	Conferred with R. Harding re motion for summary judgment filed against indemnified dealership in Kaplan case and effect of bankruptcy stay (.1); conferred with P. Harris re same and strategy for court appearance re same on 6/10/09 (.3); researched procedures for moving cases to bankruptcy calendar in Cook County (.3); conferred with P. Harris and R. Harding re same (.5); drafted memorandum to team re procedure for getting cases moved to bankruptcy calendar in Cook County (.4); conferred with P. Harris, R. Harding and J. Sweeney re GM's position re applicability of bankruptcy stay to indemnified dealerships (.5); researched effect of automatic stay on non-debtor co-defendants (.5); drafted memorandum to product litigation team re same (.5); reviewed correspondence from R. Harding and D. White re motion for summary judgment against indemnified co-defendant dealership and strategy re same (.1).	1,401.60
6/09/09	PLH	3.00	Reviewed and worked on issues re impact of stay on Kaplan, O'Neill and Nobbe cases (2.7); conferred with J. Sweeney, T. Myrianthopoulos and R. Harding re same (.3).	1,314.00
6/09/09	RKH	1.00	Prepared for hearing on plaintiffs' motion for summary judgment against Woodfield Chevrolet, including review of bankruptcy-related issues (Kaplan).	383.00
6/09/09	CTG	1.50	Edited and revised draft notice of bankruptcy and letter to court (1.); conferred with J. Dlugosz and R. Harding re filing notices (.5).	411.00

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6/09/09	AFM	2.30	Drafted letter to opposing counsel, letter to court, notice of bankruptcy filing, and affirmation of local counsel in support thereof for Yohe property damage matter (.7); drafted letter to opposing counsel, letter to court, notice of bankruptcy filing, and affirmation of local counsel in support thereof for Rayman property damage matter (.7); drafted letter to opposing counsel, letter to court, notice of bankruptcy filing, and affirmation of local counsel in support thereof for Lezzer property damage matter (.7); office conference with R. Harding re letter to opposing counsel, letter to court, notice of bankruptcy filing, and affirmation of local counsel in support thereof for each property damage matter; (.1); conferred with and e-mailed R. Harding re letter to opposing counsel, letter to court, notice of bankruptcy filing, and affirmation of local counsel in support thereof for each property damage matter (.1).	630.20
6/09/09	JLD	4.00	Drafted letter to plaintiffs attorneys re bankruptcy and letter to court re stay in Door Quest, Doyle, Eisenhauer, Elgohary, Horvath, Imber, Jacobs, Kramer, Larriva, Lesmerises, Mondock, Moss, Reece, Repos, Richey, Roman Catholic, Rosen, Sedlak and Welshans matters.	1,096.00
6/10/09	DRM	.20	Telephone conference with P. Harris re scope of stay in lawsuits involving GM insurance and memorandum from P. Harris re same.	153.40
6/10/09	TWM	1.00	Reviewed correspondence from R. Harding and P. Harris re discussions with D. White of GM re strategy concerning indemnified dealership in Kaplan case (.4); conferred with R. Harding re hearing on motion for summary judgment in Kaplan and case strategy in light of court's ruling (.3); reviewed procedures for new property damage litigation (.1); drafted response to plaintiff's counsel re inquiry concerning GM's insurance coverage in bankruptcy and ESIS's role re same (.1); conferred with P. Harris re same (.1).	438.00
6/10/09	PLH	3.50	Worked on stay issues in pending product litigation matters and conferred with T. Myrianthopoulos, R. Harding and J. Sweeney re same (3.); conferred with D. White of GM re effect of stay on Kaplan case (.5).	1,533.00

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6/10/09	CFH	.30	Reviewed correspondence and documents re filing notice of bankruptcy re Reele and Kramer (.2); reviewed correspondence and documents re filing notice of bankruptcy re Shannon (.1).	114.90
6/10/09	RKH	1.70	Prepared for and attended hearing on plaintiffs' motion for summary judgment against Woodfield Chevrolet and reviewed follow-up issues (1.2); reviewed Notices of Bankruptcy to be filed in property damage cases, strategy for handling new property damage case filings, and matters related thereto (.4); conferred with P. Harris re same (.1).	651.10
6/10/09	CTG	3.40	Filed Notice of Bankruptcy in matters Anufrie, Bahm, Boone, Brizel, Cody's Transportation Systems, Crawford, Diamond, Duncan, Forlizzi, Funderburk, Garner, Hoffman, Houston, Jackson, Jorden, Lumpkin, Madera, Malone, Robinson, Shannon, Stauts, Teal, Wigginton and Yost.	931.60
6/10/09	JLD	3.00	Drafted Notice of Bankruptcy filings for matters Door Quest, Doyle, Eisenhauer, Elgohary, Horvath, Imber, Jacobs, Kramer, Larriva, Lesmerises, Mondock, Moss, Reele, Reposa, Richey, Roman Catholic, Rosen, Sedlak and Welshans.	822.00
6/11/09	DRM	.10	Reviewed memorandum from P. Harris re report on products liability call.	76.70
6/11/09	JHS	.50	Telephone conference with and e-mailed R. Clarke and P. Harris re litigation advice as to work product doctrine.	212.50
6/11/09	TWM	1.10	Telephone conference with P. Harris and J. Sweeney re update concerning bankruptcy and impact on product litigation (.2); researched issue of whether appropriate to file notice of stay on behalf of Saturn or AC Delco (.4); conferred with J. Dlugosz re same (.1); conferred with D. Murray re same (.1); conferred with P. Harris re same (.1); reviewed issue re plaintiff's voluntary dismissal of claims against GM post bankruptcy filing (.1); conferred with R. Harding and J. Dlugosz re same (.1).	481.80
6/11/09	PLH	1.20	Continued to work on notice issues in new property damage cases (1.); conferred with T. Myrianthopoulos and R. Harding re same (.2).	525.60

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6/11/09	CFH	.70	Reviewed and finalized papers for filing re notice of bankruptcy and corresponded re filing (.4); reviewed and finalized papers for filing notice of bankruptcy re Shannon (.2); corresponded re filing (.1).	268.10
6/12/09	PLH	2.00	Worked on notice issues in property damage cases (1.8); conferred with R. Harding and J. Dlugosz re same (.2).	876.00
6/12/09	CTG	.20	Conferred with J. Dlugosz re filing Notice of Bankruptcy stay in new cases.	54.80
6/12/09	AFM	.40	Office conference with R. Harding re letters to opposing counsel and notice of bankruptcy filings (.1); revised letters to opposing counsel and Notice of Bankruptcy filings in Yohe, Rayman and Lezzer property damage matters (.3).	109.60
6/15/09	JHS	1.10	Reviewed court's grant of motion to transfer venue and conferred with P. Harris re same (1.); reviewed e-mail from P. Harris re issues relating to automatic stay on prosecution of products case (.1).	467.50
6/15/09	TWM	1.30	Conferred with R. Harding re Trailes property damage case and issue re claims versus ESIS (.3); conferred with R. Harding re issue concerning indemnified dealership in Kaplan (.1); conferred with P. Harris re global issues affecting product liability litigation during bankruptcy and generated list re same (.4); conferred with K. Fielder re GM filings of notice of bankruptcy filings in Smith West Virginia product liability matter (.5).	569.40
6/15/09	PLH	3.50	Worked on issues re impact of stay on transfer of Nobbe case to Central District of Illinois and conferred with J. Sweeney re same (1.); worked on issues re impact of stay on claims against ESIS-GM Claims Unit and conferred with J. Dlugosz re Peter Trailes v. GM and ESIS lawsuit (1.9); prepared communication to S. Miklos and H. Cohen of GM Legal Staff re defense impact of stay on Peter Trailes v. GM and ESIS lawsuit (.5); conferred with T. Myrianthopoulos re issues affecting litigation (.1).	1,533.00
6/15/09	RKH	.30	Reviewed bankruptcy-related issues re ESIS (Trailes).	114.90

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6/15/09	CTG	.90	Collected filed bankruptcy documents for transmission to GM (.4); searched for Rhode Island local counsel to file bankruptcy materials in new matter (.5).	246.60
6/15/09	JLD	1.30	Reviewed complaint in Trailes matter and conferred with P. Harris re issues re defense of ESIS (.8); drafted bankruptcy notice letters to plaintiff's attorney in Trailes matter (.2); conferred with J. Tracy, local counsel, re filing of bankruptcy notices in Trailes and Shivas (.3).	356.20
6/16/09	DRM	.50	Met with P. Harris, J. Gromacki, et al. re next steps with respect to application of automatic stay to product liability actions and related issues (.3); office conference with R. Harding re same (.1); reviewed memorandum from P. Harris re same (.1).	383.50
6/16/09	JHS	.40	Analyzed issues re effect of stay on lien claims in Nobbe case and conferred with P. Harris and T. Myrianthopoulos re same.	170.00
6/16/09	TWM	1.50	Attended meeting with J. Gromacki, P. Harris, D. Murray and D. Batterson re global issues concerning product litigation in light of bankruptcy (.8); drafted memorandum to J. Dlugosz, C. Grabenstein, R. Harding, A. Merrick and N. Jacobson re potential conflict issue concerning representation of dealerships during bankruptcy (.2); corresponded with E. Quinlisk re same (.3); conferred with E. Quinlisk re whether Notice of Bankruptcy can be filed on behalf of Saturn (.1); conferred with P. Harris and J. Sweeney re whether to provide notice of bankruptcy to lien holders (.1).	657.00
6/16/09	PLH	3.00	Worked on issues re impact of stay on proceedings against ESIS and dealers and conferred with J. Dlugosz re same (2.); met with J. Gromacki, D. Murray, D. Batterson and T. Myrianthopoulos re same (1.).	1,314.00
6/16/09	RKH	.80	Prepared Notice of Bankruptcy and conferred with local counsel's office re filing of same (.4); prepared letter to opposing counsel S. Jacobson re automatic stay (Reed) (.4).	306.40
6/16/09	CTG	.50	E-mailed copies of bankruptcy filings to GM (.3); responded to T. Myrianthopoulos inquiry re whether we represent GM dealerships in any pending cases (.2).	137.00

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6/16/09	AFM	.10	E-mailed T. Myrianthopoulos re representation of dealership defendants.	27.40
6/16/09	JLD	.90	Drafted letter to Traveler's Insurance notifying them of stay and asking that destructive testing be postponed for Concepcion matter (.3); conferred with P. Harris re defense of Trailes matter re ESIS (.3); corresponded with S. Frick, local counsel, re filing of bankruptcy notice in Jacobs matter re Saturn (.3).	246.60
6/17/09	DRM	.20	Memoranda to and from P. Harris re GM handling of products liability claim.	153.40
6/17/09	TWM	.70	Conferred with P. Harris and R. Harding re issues re indemnification of dealership in Kaplan matter (.1); conferred with R. Harding re issues concerning representation of ESIS in Warner case (.2); conferred with S. Miklos of GM re defense of ESIS in litigation (.1); drafted memorandum to P. Harris, R. Harding and J. Dlugosz re same (.1); conferred with R. Harding re Kaplan indemnified dealership issues (.1); drafted memorandum to P. Harris, R. Harding and J. Dlugosz re same (.1).	306.60
6/17/09	PLH	3.00	Reviewed and worked on issues re effect of stay on product liability litigation (Kaplan v. GM and Trailes v. GM and ESIS).	1,314.00
6/17/09	RKH	.70	Reviewed and analyzed bankruptcy-related issues (Kaplan) (.5); conferred with T. Myrianthopoulos re same (.2).	268.10
6/17/09	JLD	1.30	Corresponded with H. Cohen of GM re status of bankruptcy notice filings in product liability matters (.6); conferred with arbitration forum in Alderson matter to confirm filing date and drafted Notice of Bankruptcy letter (.5); drafted Notice of Bankruptcy to arbitration forum in Alderson (.2).	356.20
6/18/09	PLH	2.00	Reviewed and worked on issues re effect of stay on Nobbe v. GM and property damage litigation (1.7); conferred with J. Sweeney, H. Cohen of GM, and Blue Bird Counsel in Nobbe case R. Burke re same (.3).	876.00
6/18/09	RKH	.20	Reviewed bankruptcy-related matters re further defense of case (Warner).	76.60

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6/18/09	CTG	1.50	E-mailed copies of bankruptcy filings to GM (.5); retained local counsel in Rhode Island for recently-filed matter (1.).	411.00
6/19/09	JHS	1.30	Analyzed effect of automatic stay on Nobbe prosecution and conferred with P. Harris and R. Burke, counsel for co-defendant, re same (1.); analyzed difference between lawsuit filed pre and post-petition and conferred with P. Harris re same (.3).	552.50
6/19/09	CTG	1.30	E-mailed copies of bankruptcy filings to GM (.6); prepared bankruptcy filing documents for new Rhode Island matter (.7).	356.20
6/19/09	JLD	1.00	Drafted letter to plaintiff's attorney re stay in Hulley (.3); corresponded with R. Sayeg, local counsel, re retention for filing of notice in Hulley (.3); reviewed filed bankruptcy notices in Eisenhauer, Doyle and Reposa (.4).	274.00
6/22/09	JHS	2.40	Drafted notice of bankruptcy in Kozlowski case (.5); telephone conference with D. Murray and P. Harris re effect on stay in Appellate Court decision in Kozlowski case (.6); telephone conference with Clerk of Illinois Appellate Court re bankruptcy and decision on appeal in Kozlowski case (.2); telephone conference with B. Sheridan, plaintiffs' counsel re effect of stay in Kozlowski appeal (.2); corresponded with S. Miklos and D. White re lien letter in Nobbe case (.2); telephone conference with T. Myrianthopoulos re moving O'Neill case to bankruptcy calendar and reviewed documents re same (.3); reviewed court order in Nobbe case re stay as applied to GM only and conferred with P. Harris re effect of stay and recommendation to D. White of GM (.4).	1,020.00
6/22/09	TWM	.30	Conferred with H. Cohen of GM re necessity of filing notice of stay in Benson litigation (.1); conferred with J. Sweeney re appellate ruling in favor of GM in Kozlowski matter and effect of bankruptcy stay (.2).	131.40
6/22/09	PLH	2.00	Reviewed and addressed issues re effect of stay on proceedings in Kozlowski case (.7); reviewed and addressed issues re effect of stay on proceedings in Nobbe case (1.3).	876.00
6/22/09	CTG	.30	E-mailed copies of bankruptcy filings to GM.	82.20

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6/23/09	DRM	.50	Reviewed memorandum from P. Harris re Illinois Appellate Court opinion affirming dismissal of case against GM and reviewed same.	383.50
6/23/09	JHS	3.10	Reviewed and analyzed Illinois Appellate Court opinion in Kozlowski case and effect of stay on court's order and conferred with P. Harris and D. White of GM re same (1.9); drafted summary memorandum re same (.5); reviewed letter and print update in telephone conference with R. Burke re GM/self assurance and effect of bankruptcy on counsel for plaintiff in O'Neill case (.3); telephone conference with P. Harris and D. White of GM re discovery depositions in Nobbe case and effect of stay on continuing litigation and conferred with P. Harris re same (.4).	1,317.50
6/23/09	TWM	.50	Conferred with J. Sweeney and P. Harris re Kozlowski ruling and effect of bankruptcy stay re same.	219.00
6/23/09	PLH	5.00	Reviewed First Judicial District decision dismissing GM from Kozlowski case and conferred with J. Sweeney and M. Gruskin of GM re same (3.); conferred with D. White of GM re Kozlowski ruling (.3); reviewed insurance coverage issues in O'Neill case and conferred with J. Sweeney, plaintiffs' counsel R. Burke, and D. White of GM re same (1.7).	2,190.00
6/23/09	CTG	.60	E-mailed copies of bankruptcy filings to GM.	164.40
6/23/09	JLD	.70	Drafted letter to J. Wood, claims agent, re bankruptcy stay (.3); drafted correspondence to H. Cohen of GM re filed bankruptcy notices (.4).	191.80
6/24/09	JHS	3.50	Drafted and filed motion to dismiss case and move to bankruptcy calendar in O'Neill case and conferred with P. Long re same (2.3); drafted letter to R. Burke, counsel for plaintiff in O'Neill case, re GM's self insurance and effect of bankruptcy and conferred with P. Harris re same (.6); drafted letter to lien holder in Nobbe case re effect of bankruptcy on lien (.4); telephone conference with R. Harding re procedure for newly-filed case (.2).	1,487.50
6/24/09	CTG	.10	E-mailed copies of bankruptcy filings to GM.	27.40

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6/24/09	AFM	.30	Reviewed and evaluated notice of bankruptcy filing and letter to court in Yohe property damage matter and e-mailed H. Cohen re same (.1); reviewed and evaluated notice of bankruptcy filing and letter to court in Lezzer Holdings property damage matter and e-mailed H. Cohen re same (.1); reviewed and evaluated notice of bankruptcy filing and letter to court in Rayman property damage matter and e-mailed H. Cohen re same (.1).	82.20
6/24/09	JLD	.40	Conferred with H. Cohen of GM re bankruptcy notice filing in Imber case (.2); responded to e-mail from J. Wolkowski, plaintiff's attorney in Lesmerises, re insurance (.1); responded to e-mail from J. Donovan, plaintiff's attorney in Myers re insurance (.1).	109.60
6/25/09	JHS	.80	Worked on filing revised motion to dismiss O'Neill case (.4); conferred with P. Long and T. Myrianthoupolis re same (.4).	340.00
6/25/09	TWM	.10	Conferred with J. Sweeney re motion call for 7/2 re O'Neill case.	43.80
6/25/09	PLH	2.00	Reviewed and addressed notice of stay and staffing issues for pending property damage cases.	876.00
6/25/09	RKH	.60	Worked on preliminary case handling matters and pre-suit materials (Landrum) (.4); obtained notice of bankruptcy and letter to opposing counsel re same from local counsel L. Jackson's office (.1); prepared e-mail to H. Cohen of GM forwarding same (Reed) (.1).	229.80
6/25/09	CTG	.40	E-mailed copies of bankruptcy filings to GM.	109.60
6/25/09	JLD	.50	Drafted letter to plaintiff's counsel in Landrum re stay (.2); hired local counsel to file bankruptcy stay papers for Landrum (.1); drafted bankruptcy stay papers for Landrum (.2).	137.00
6/26/09	TWM	1.40	Conferred with R. Harding re Kaplan motion for summary judgment against indemnified dealer and hearing re same (.3); conferred with R. Harding and P. Harris re same and proposed case strategy at 6/29 hearing (1.); reviewed correspondence from P. Harris re Chrysler ruling and analyzed impact on Kozlowski matter (.1).	613.20

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6/26/09	PLH	3.30	Reviewed and worked on strategic issues re operation of stay in Kaplan case (1.2); conferred with T. Myrianthopoulos and R. Harding re court hearing on June 29 in Kaplan case (.3); reviewed new case materials for Helmich case and conferred with D. Beeker of GM re same (.5); worked on staffing issues for Helmich case (.3); reviewed ruling in Chrysler case re post-stay proceedings and evaluated possible impact on Kozlowski litigation (1.).	1,445.40
6/26/09	RKH	1.20	Worked on inquiry from H. Cohen of GM (.1); conferred with J. Dlugosz re same (Trailes) (.1); prepared for hearing on plaintiffs' motion for summary judgment against Woodfield and plaintiffs' motion to voluntarily dismiss GM (Kaplan) (.7); conferred with P. Harris and T. Myrianthopoulos re same (.3).	459.60
6/26/09	JLD	.80	Responded to telephone calls and e-mail from H. Cohen of GM re filings in Lesmerises, Trailes and Johnson matters (.6); reviewed correspondence from J. Tracy, local counsel, re Trailes and Shivas filings (.2).	219.20
6/28/09	TWM	.30	Conferred with P. Harris, R. Harding and J. Sweeney re news reports concerning GM' assumption of future product liabilities and analysis of impact re same concerning pending litigation.	131.40
6/29/09	JHS	1.30	Reviewed court order on motion to dismiss and analyzed effect of stay on motion in Nobbe (.8); conferred with P. Harris re same (.2); prepared draft order in O'Neill case for motion to move to bankruptcy calendar (.3).	552.50
6/29/09	TWM	.20	Conferred with R. Harding re strategy at Kaplan summary judgment hearing (.1); conferred with R. Harding re court's ruling re same and case strategy in light of same (.1).	87.60
6/29/09	PLH	2.00	Reviewed issues re assumption of product liability obligations (1.8); conferred with J. Sweeney re effect of stay motion on Nobbe (.2).	876.00
6/29/09	CFH	.20	Reviewed correspondence and papers for filing.	76.60

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6/29/09	RKH	1.70	Prepared for and attended hearing on plaintiffs' motion for summary judgment against Woodfield and plaintiffs' motion to voluntarily dismiss GM (1.); reviewed follow-up matters (Kaplan) (.7).	651.10
6/29/09	JLD	.50	Drafted letter to plaintiff's attorney re bankruptcy stay and forwarded notice of stay to local counsel for filing for Helmich case.	137.00
6/30/09	JHS	.50	Reviewed GM' Reply to Objections re product liability claims.	212.50
6/30/09	TWM	.70	Conferred with R. Harding re Kaplan case management hearing (.1); reviewed GM' reply to creditors objections to Section 363 sale and prepared correspondence to P. Harris, R. Harding and J. Sweeney re impact of successor liability re dealerships and future product liabilities claims on pending litigation (.6).	306.60
6/30/09	JLD	.10	Reviewed correspondence from C. Fairley, local counsel, re bankruptcy filing in Landrum matter.	27.40
		127.50	PROFESSIONAL SERVICES	50,486.10
MATTER TOTAL				\$ 50,486.10

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COURT HEARINGS

MATTER NUMBER - 10088

6/01/09	DRM	2.50	Attended first-day hearing before Judge Gerber.	1,917.50
6/01/09	MST	4.50	Prepared for and attended first day hearing.	2,587.50
6/01/09	PJT	4.00	Prepared for and attended first-day hearings before Judge Gerber (3.7); updated J. Gromacki re same (.3).	2,800.00
6/25/09	DRM	3.40	Attended hearing telephonically before J. Gerber on DIP financing and cash collateral motion, retention motions and motion to appoint routine committee and corresponded with M. Terrien re same (2.5); attended portion of hearing re Judge Gerber's oral opinion denying retiree motion (.9).	2,607.80
6/25/09	MST	.50	Conferred with D. Murray and P. Trostle re hearing on DIP, financing retention and other matters.	287.50
6/25/09	PJT	2.30	Reviewed agenda for June 25 hearing (.2); prepared for and attended hearing in Bankruptcy Court re J&B retention and other matters (2.1).	1,610.00
6/30/09	DRM	10.70	Attended hearing before Judge Gerber re motion to approve Section 363 sale (10.5); presented Second Omnibus Motion for Approval of Lease Rejections before Judge Gerber and obtained entry of order (.2).	8,206.90
6/30/09	MST	9.60	Prepared for and attended portion of Section 363 sale hearing.	5,520.00
6/30/09	MTW	9.40	Attended part of sale hearing.	4,888.00
6/30/09	JPG	10.80	Prepared for and attended sale approval hearing.	7,689.60
6/30/09	MQH	7.50	Prepared for and attended portion of sale hearing for GM and took notes re proceedings.	2,137.50
6/30/09	DKA	7.50	Prepared for and attended portion of sale hearing and recorded notes for same.	2,055.00
6/30/09	PJT	7.80	Prepared for and attended portion of all-day sale hearing in bankruptcy court.	5,460.00
6/30/09	MZR	7.50	Prepared for and attended portion of sale hearing.	2,872.50
		88.00	PROFESSIONAL SERVICES	50,639.80

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MATTER TOTAL

\$ 50,639.80

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NON-WORKING TRAVEL TIME

MATTER NUMBER - 10096

6/01/09	JFC	2.00	Return travel from Section 363 negotiation meetings in New York.	1,000.00
6/01/09	DWH	5.00	Traveled from New York to Chicago following bankruptcy petition.	1,370.00
6/02/09	MST	5.10	Traveled back to Chicago.	2,932.50
6/02/09	DKA	3.10	Non-working travel time from New York to Chicago.	849.40
6/03/09	DRM	3.50	Returned from New York to Chicago following first day hearing.	2,684.50
6/03/09	JPG	3.90	Traveled back from New York.	2,776.80
6/08/09	JFC	4.00	Traveled to Detroit re negotiation meetings with equipment lessors.	2,000.00
6/08/09	MST	3.90	Traveled to Detroit for lease meetings.	2,242.50
6/08/09	CLC	5.10	Traveled from Chicago to Troy, Michigan for equipment lessor meetings.	2,096.10
6/08/09	PHR	1.00	Traveled to Detroit in advance of lease negotiation preparation sessions with GM team.	285.00
6/08/09	GSK	3.40	Traveled from Chicago to Troy, Michigan.	931.60
6/08/09	MXD	3.60	Traveled from Chicago to Troy, Michigan.	986.40
6/09/09	JFC	3.50	Traveled to Chicago.	1,750.00
6/09/09	PHR	1.00	Traveled to Chicago.	285.00
6/10/09	MST	5.80	Traveled home from Detroit.	3,335.00
6/10/09	PHR	1.00	Traveled to Detroit in advance of negotiation sessions with equipment financiers.	285.00
6/10/09	GSK	3.40	Traveled from Detroit to Chicago.	931.60
6/10/09	MXD	3.60	Traveled from Troy, Michigan to Chicago, Illinois.	986.40

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6/11/09	CLC	5.70	Traveled from Warren GM to Chicago following equipment lessor meetings (5.); traveled from Troy to Warren GM for equipment lessor meetings (.7).	2,342.70
6/11/09	PHR	1.00	Traveled from Detroit.	285.00
6/15/09	MST	5.50	Traveled to Detroit.	3,162.50
6/15/09	PHR	1.50	Traveled to Detroit for equipment finance negotiations.	427.50
6/16/09	MST	4.70	Traveled back to Chicago.	2,702.50
6/16/09	PHR	1.50	Traveled back to Chicago from equipment financing negotiations in Detroit.	427.50
6/17/09	EGQ	3.80	Traveled to and from Detroit for meetings with GM, Cadwalader and U.S. Treasury representatives.	1,767.00
6/28/09	DRM	2.50	Traveled from Chicago to New York for Section 363 sale hearing.	1,917.50
6/29/09	MST	5.10	Traveled to New York for sale hearing.	2,932.50
6/29/09	JPG	4.50	Traveled to New York.	3,204.00
6/29/09	MQH	5.00	Traveled to New York for sale hearing and in preparation of closing.	1,425.00
6/29/09	DKA	5.00	Traveled to New York City for bankruptcy sales hearing and general closing/corporate matters related thereto.	1,370.00
6/29/09	MZR	5.00	Traveled from Chicago to New York.	1,915.00
		112.70	PROFESSIONAL SERVICES	51,606.50

MATTER TOTAL \$ 51,606.50

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JENNER RETENTION/BILLING/FEE APPLICATIONS

MATTER NUMBER - 10100

6/01/09	DRM	.50	Telephone conferences with P. Trostle and H. McArn re J&B retention application and declaration.	383.50
6/01/09	AJO	2.40	Reviewed J&B retention application and supporting affidavit for substantive and text edits (2.2); conferred with M. Hinds and G. Knudsen re same (.2).	813.60
6/01/09	MMH	4.90	Corresponded with D. Murray re filing (.3); reviewed first-day filings (.8); edited and revised retention papers (2.5); corresponded with claims agent re timing of filing of retention papers (.3); monitored docket and conferred with team re filing (1.).	1,876.70
6/01/09	PJT	.80	Reviewed retention application and conferred with D. Murray re same (.5); reviewed sample 327(e) application re special corporate counsel (.3).	560.00
6/01/09	GSK	3.80	Prepared first-day retention motion and affidavit (3.6); conferred with A. Olejnik re same (.2).	1,041.20
6/02/09	DRM	4.00	Worked with M. Hinds to revise draft of application and declaration of J&B for retention and reviewed revised draft of same (1.); reviewed draft affidavit with H. McArn and P. Trostle (.5); conferred with D. Adams and A. Velez-Rivera at Office of U.S. Trustee re proposed retention motion (.5); reviewed additional feedback from attorneys on disinterestedness declaration (.5); revised time billing protocol memorandum to be distributed to attorneys working on GM (1.3); conferred with J. Gromacki and A. Olejnik re same (.2).	3,068.00
6/02/09	AJO	3.40	Reviewed draft J&B retention application and supporting affidavit (.5); conferred with D. Murray and M. Hinds re same (.4); reviewed and revised draft retention application and affidavit re substantive and text edits (1.4); conferred with M. Hinds re same (.1); conferred with D. Murray re timekeeping for GM bankruptcy case (.2); revised memorandum re same and exemplar entries to be in compliance with U.S. Trustee guidelines (.8).	1,152.60
6/02/09	MMH	2.40	Conferred with D. Murray and M. Terrien re nature of J&B retention (.5); reviewed 327(e) applications (.3); revised application per comments (1.6).	919.20

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6/02/09	PJT	.90	Analyzed matters re J&B retention application.	630.00
6/03/09	DRM	1.50	Worked with M. Hinds re preparation of application in alternative formats for U.S. Trustee's Office.	1,150.50
6/03/09	MST	1.80	Reviewed and commented on retention application (.8); conferred with D. Murray re same (.4); reviewed billing memorandum (.3); conferred with D. Murray and A. Olejnik re same and setting up new matters, etc. (.3).	1,035.00
6/03/09	MMH	1.30	Continued work on retention applications (.8); conferred with working group re same (.5).	497.90
6/04/09	DRM	3.60	Telephone conference with J. Smolinsky re status of discussions with U.S. Trustee (.1); finalized draft retention motion and affidavit and sent to U. S. Trustee (1.5); met with A. Olejnik and G. Knudsen re further checks on affidavit disclosures (.5); met with J. Gromacki, P. Harris and M. Churilla re preparation of new file, billing and applications (1.); finalized memorandum to attorneys re timekeeping guidelines to conform with U.S. Trustee requirements (.5).	2,761.20
6/04/09	MST	.30	Conferred with J. Cox and D. Murray re disclosure issues.	172.50
6/04/09	JPG	4.50	Reviewed and commented on retention application (1.); reviewed disclosure issues (1.3); met re billing procedures for Bankruptcy Court (1.); reviewed, commented and distributed memorandum to all GM billers re new procedures (1.); worked on follow-up questions re billing procedures (.2).	3,204.00
6/04/09	PLH	4.00	Reviewed and addressed issues re billing procedures and guidelines (2.); conferred with D. Murray, J. Gromacki and M. Churilla re same (1.); addressed follow-up issues (1.).	1,752.00
6/04/09	AJO	1.60	Conferred with G. Knudsen re additional disclosures in connection with J&B retention application (1.); conferred with D. Murray and G. Knudsen re same (.4); conferred with B. Faircloth re same (.2).	542.40
6/04/09	PJT	.20	Reviewed retention-related memorandum.	140.00

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6/04/09	GSK	2.40	Met with D. Olejnik re preparation of first-day retention motion and affidavit (.6); met with D. Murray re preparation of first-day retention motion and affidavit (.4); reviewed further entities for first-day retention motion and affidavit (1.4).	657.60
6/05/09	DRM	1.80	Telephone conference with S. Karotkin re discussions with U.S. Trustee and memorandum to J. Gromacki re same (.4); telephone conference with E. Lederman re status of discussion re retention application and memorandum to J. Gromacki re same (.4); office conferences with G. Knudsen and followed up re affidavit (1.).	1,380.60
6/05/09	JPG	1.50	Reviewed retention application and commented re same.	1,068.00
6/05/09	AJO	.50	Reviewed summary chart of potential disclosures for retention application.	169.50
6/05/09	MMH	1.00	Continued work on resolving issues re retention application (.3); reviewed F. Henderson affidavit re disclosures made in retention papers (.5); conferred with D. Murray re same (.2).	383.00
6/05/09	PJT	.50	Reviewed revised draft of J&B retention application (.3); e-mailed D. Murray re retention-related matters (.2).	350.00
6/05/09	HDM	.30	Reviewed draft retention papers.	157.50
6/05/09	GSK	2.90	Summarized disclosures for retention motion and affidavit (2.8); conferred with D. Murray re same (.1).	794.60
6/06/09	MMH	2.40	Reviewed case management order (.5); revised retention applications accordingly and circulated same (1.5); reviewed retention applications in similar cases (.4).	919.20
6/07/09	JPG	1.60	Reviewed revised retention application and comment re same.	1,139.20

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6/08/09	DRM	2.80	Memoranda to and from P. Trostle and telephone conferences with P. Trostle re communication with ombudsman re retention and J&B's submission of revised affidavit to Office of U.S. Trustee and followed up re same (.8); worked with M. Hinds and G. Knudsen re preparation of revised Application for Retention and Declaration in Support, as well as Exhibit 2 setting forth summary of considerations per B.R. 2014(a) (1.5); met with M. Hinds, A. Olejnik, G. Knudsen and B. Faircloth to review procedures to check connections and timetable for completion (.5).	2,147.60
6/08/09	MST	.70	Met with D. Murray and G. Knudsen re retention application disclosures.	402.50
6/08/09	JPG	1.00	Reviewed retention affidavits and related court filings.	712.00
6/08/09	AJO	.20	Conferred with D. Murray, M. Hinds, G. Knudsen and B. Faircloth re additional disclosures for retention application.	67.80
6/08/09	MMH	1.80	Met with D. Murray and retention team re modifications to retention papers and related issues and followed up re same (1.3); revised retention papers accordingly (.5).	689.40
6/08/09	PJT	.80	Conferred with B. Matsumoto re J&B's retention application (.3); e-mailed revised retention application to B. Matsumoto (.1); telephone conference with D. Murray re U.S. Trustee's request for revised draft retention application (.3); conferred with L. Thompson re disclosure check list (.1).	560.00
6/08/09	GSK	1.80	Prepared first-day retention motion and affidavit (1.3); met with D. Murray and A. Olejnik re same (.5).	493.20
6/09/09	JPG	1.00	Reviewed and commented on retention affidavit.	712.00
6/09/09	MMH	.50	Met with D. Murray re retention application.	191.50
6/09/09	CTB	5.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	725.00
6/09/09	RTG	5.80	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	928.00

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6/09/09	JYS	4.10	Researched connections for disclosure pursuant to bankruptcy rule 2014(a) (3.1); met with R. Madison re preparation of first-day retention motion and affidavit (1.).	512.50
6/09/09	DRG	4.30	Multiple conferences with various personnel re assistance with first-day retention motion and affidavit (.4); conferred with conflicts personnel re LegalKey and overview of project (.8); reviewed materials re same (.2); prepared first-day retention motion and affidavit (2.9).	1,053.50
6/10/09	DRM	3.50	Reviewed charts and other materials in preparation for conference with U.S. Trustee's office and telephone conference with G. Knudsen re same (1.); telephone conference with A. Velez-Rivera re review of draft J&B application (.5); dictated memorandum re comments of U.S. Trustee and follow-up memorandum with B. Steiner, D. Resnick, H. Suskin, M. Hinds, et al. re follow up on action items (2.).	2,684.50
6/10/09	AJO	.60	Conferred with D. Murray and A. Velez-Rivera re draft J&B retention application (.4); conferred with D. Murray re same (.2).	203.40
6/10/09	MMH	.30	Met with D. Murray re retention application and U.S. Trustee comments to same.	114.90
6/10/09	PJT	.50	Reviewed e-mail from D. Murray re J&B retention matters.	350.00
6/10/09	CTB	4.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	580.00
6/10/09	RTG	7.00	Prepared first-day retention motion and affidavit.	1,120.00
6/10/09	JYS	6.60	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	825.00
6/10/09	DRG	7.50	Conferred with various personnel re assistance with first-day retention motion and affidavit (.2); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (7.3).	1,837.50

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6/11/09	DRM	6.40	Telephone conference with E. Lederman re preparation of retention application and Weil Gotshal's intentions re same (.6); telephone conference with P. Trostle before and after Weil Gotshal call (1.4); telephone conference with H. McArn and P. Trostle re response to U.S. Trustee's comments (.6); memoranda from E. Lederman re retention (.1); office conferences with M. Hinds, A. Olejnik and C. Steege re retention application (.4); memoranda to and from B. Steiner and D. Resnick and telephone conference with D. Resnick re revisions to application (.8); worked with G. Knudsen re conflicts update (.2); worked on revisions to retention application and declaration in light of comments from U.S. Trustee and Weil Gotshal (2.); reviewed Weil Gotshal draft (.3).	4,908.80
6/11/09	ASN	1.20	Reviewed and revised J&B retention application.	406.80
6/11/09	AJO	.40	Conferred with D. Murray re submission of J&B retention application (.2); reviewed e-mail from D. Murray re information needed for same (.2).	135.60
6/11/09	PJT	1.30	Reviewed redline of J&B retention application (.4); analyzed 327(e) issue and conferred with D. Murray re same (.5); conferred with D. Murray and E. Lederman re J&B retention application (.4).	910.00
6/11/09	HDM	.60	Conferred with D. Murray and P. Trostle re J&B retention application issues.	315.00
6/11/09	GSK	5.40	Researched connections for disclosure pursuant to bankruptcy rule 2014(a) (5.2); conferred with D. Murray re same (.2).	1,479.60
6/11/09	CTB	7.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,015.00
6/11/09	RTG	8.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,280.00
6/11/09	JYS	10.70	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,337.50
6/11/09	APT	1.70	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	255.00
6/11/09	CZC	3.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	450.00

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6/11/09	DRG	10.70	Conferred with various personnel re assistance with first-day retention motion and affidavit (.4); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (10.3).	2,621.50
6/12/09	DRM	5.40	Reviewed revised draft of retention application and affidavit forwarded by E. Lederman (.3); worked with G. Knudsen on further Rule 2014(a) disclosures in light of further conflicts searches (2.); telephone conferences with E. Lederman and G. Knudsen re revisions to affidavit (.5); reviewed additional disclosures requested by U.S. Trustee's Office with B. Beanblossom and A. Nicoll and reviewed drafts of same (1.5); telephone conference with R. Brooks re filing of J&B motion (.1); office conference with A. Olejnik and M. Matlock re service and pro hac vice motion and reviewed same (.5); memoranda to and from E. Lederman and R. Brooks re filings (.5).	4,141.80
6/12/09	PJT	.30	E-mailed D. Murray re J&B retention.	210.00
6/12/09	HDM	1.00	Reviewed pleadings and correspondence re J&B retention.	525.00
6/12/09	GSK	1.30	Prepared first-day retention motion and affidavit and consulted with D. Murray re same.	356.20
6/12/09	CTB	6.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	870.00
6/12/09	RTG	13.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	2,160.00
6/12/09	JYS	7.80	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	975.00
6/12/09	APT	.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	75.00
6/12/09	CZC	1.30	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	195.00
6/12/09	DRG	9.80	Conferred with various personnel re assistance with first-day retention motion and affidavit (.5); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (9.3).	2,401.00

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6/13/09	RTG	.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	80.00
6/13/09	JYS	4.40	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	550.00
6/13/09	DRG	7.00	Conferred with various personnel re assistance with first day retention motion and affidavit (.2); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (6.8).	1,715.00
6/14/09	RTG	5.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	880.00
6/14/09	JYS	6.60	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	825.00
6/14/09	APT	6.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	975.00
6/14/09	CZC	7.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,050.00
6/14/09	DRG	8.00	Conferred with various personnel re assistance with first-day retention motion and affidavit (.1); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (7.9).	1,960.00
6/15/09	MFP	2.00	Met with R. Madison and paralegals re disclosure issues (1.); drafted list of directions with J. Shaw and M. Horan (1.).	520.00
6/15/09	AJO	.20	Conferred with D. Murray re supplemental disclosures in connection with retention application.	67.80
6/15/09	HDM	1.00	Reviewed correspondence and articles re fees of bankruptcy counsel.	525.00
6/15/09	GSK	.60	Prepared first-day retention motion and affidavit.	164.40
6/15/09	CTB	3.20	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	464.00
6/15/09	RTG	12.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	2,000.00
6/15/09	JYS	6.10	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	762.50

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6/15/09	APT	4.30	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	645.00
6/15/09	CZC	10.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,500.00
6/15/09	JPS	2.70	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	661.50
6/15/09	EJR	1.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	330.00
6/15/09	DRG	11.00	Conferred with various personnel re assistance with first-day retention motion and affidavit (.3); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (10.7).	2,695.00
6/16/09	DRM	1.20	Office conference with J. Gromacki re preparation of supplemental declaration (.2); met with M. O'Donnell re retrieving information re supplemental application (.2); reviewed material retrieved for application and need for further information (.1); reviewed timekeeping for compliance with U.S. Trustee guidelines and revised memorandum to timekeepers (.1); met with A. Olejnik and M. O'Donnell re preparation of bill and reviewed latest input re same (.1); memorandum from G. Knudsen et al. re further disclosures (.1); met with A. Olejnik and M. O'Donnell re preparation of bill and reviewed latest input re same (.3); memorandum from G. Knudsen et al. re further disclosures (.1).	920.40
6/16/09	CDS	2.00	Attended briefing re preparation of first-day retention motion and affidavit	520.00
6/16/09	JPG	1.70	Conferred with D. Murray re retention application issues and followed up re same (.5); met with D. Murray and others re billing matters (.6); reviewed administrative structure re billing matters and followed up re same (.6).	1,210.40
6/16/09	GSK	2.90	Prepared first-day retention motion and affidavit (2.9); summarized possible penalties associated with failures to appropriately license corporation (3.3); completed chart displaying same (2.1).	794.60
6/16/09	CTB	1.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	145.00

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6/16/09	RTG	9.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,520.00
6/16/09	JYS	7.80	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	975.00
6/16/09	JH	5.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	825.00
6/16/09	APT	1.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	225.00
6/16/09	CZC	7.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,125.00
6/16/09	MBH	5.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,430.00
6/16/09	JPS	6.20	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,519.00
6/16/09	EJR	7.70	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,694.00
6/16/09	DRG	9.70	Conferred with various personnel re assistance with first-day retention motion and affidavit (.3); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (9.4).	2,376.50
6/17/09	DRM	1.40	Met with B. Beanblossom and followed up re additional submissions to U.S. Trustee (.4); met with J. Gromacki re issues re preparation of bill (.6); sent memoranda with J&B accounting department re same (.4).	1,073.80
6/17/09	MST	.20	Conferred with D. Murray re conflicts issues.	115.00
6/17/09	JPG	2.10	Reviewed conflicts issues, retention application and related matters (1.); met with D. Murray re various issues re retention (.8); followed up re fee history issues (.3).	1,495.20
6/17/09	HDM	.20	Reviewed correspondence re retention applications.	105.00
6/17/09	GSK	2.40	Prepared first-day retention motion and affidavit (1.7); conferred with D. Murray re disclosures related to rejection of executory contracts (.7).	657.60
6/17/09	RTG	8.70	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,392.00

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6/17/09	JYS	7.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a) (7.2); conferred with J. Barbahen re same (.3).	937.50
6/17/09	JH	2.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	300.00
6/17/09	CZC	5.00	Researched connections for disclosure pursuant to bankruptcy rule 2041(a).	750.00
6/17/09	MBH	7.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,820.00
6/17/09	JPS	5.20	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,274.00
6/17/09	EJR	7.10	Researched conncections for disclosure pursuant to bankruptcy rule 2014(a).	1,562.00
6/17/09	DRG	9.30	Conferred with various personnel re assistance with first-day retention motion and affidavit (.2); researched connections for disclosure pursuant to bankruptcy rule 2014(a) (9.1).	2,278.50
6/18/09	DRM	1.20	Reviewed status of discussions with U.S. Trustee with E. Lederman and G. Knudsen (.5); revised letter to U.S. Trustee (.2); worked on follow-up memoranda and telephone conferences with attorneys re Rule 2014(b) disclosures (.5).	920.40
6/18/09	JPG	3.50	Reviewed conflict issues and analysis (1.4); reviewed retention application (1.); reviewed legal fees history and conferred with billing team re same (1.1).	2,492.00
6/18/09	GSK	2.90	Prepared first-day retention motion and affidavit (2.4); met with D. Murray re U.S. Trustee discussions (.5).	794.60
6/18/09	RTG	9.00	Researched connections for disclosure prusuant to bankruptcy rule 2014(a).	1,440.00
6/18/09	JYS	7.60	Researched connections for disclosure pursuant to bankruptcy rule 2014(a) (7.); conferred with J. Barbahen re same (.6).	950.00
6/18/09	CZC	2.20	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	330.00

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6/18/09	MBH	9.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	2,340.00
6/18/09	JPS	4.00	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	980.00
6/18/09	EJR	6.50	Researched connections for disclosure pursuant to bankruptcy rule 2014(a).	1,430.00
6/18/09	DRG	8.50	Conferred with various personnel re assistance with first-day retention motion and affidavit (.4); prepared first-day retention motion and affidavit (8.1).	2,082.50
6/19/09	DRM	1.00	Telephone conference with R. Weiss re Honigman supplemental affidavit and memorandum to J. Gromacki re same (.5); reviewed further reports with G. Knudsen for Rule 2014(a) disclosures (.5).	767.00
6/19/09	PJT	.20	E-mailed D. Murray re J&B retention.	140.00
6/19/09	GSK	.60	Prepared first-day retention motion and affidavit (.2); reviewed disclosures with D. Murray (.4).	164.40
6/20/09	DRM	.10	Telephone conference with J. Gromacki re conversation with R. Weiss.	76.70
6/20/09	JPG	2.10	Reviewed retention issues with D. Murray and followed up re same (.8); reviewed retention application and supporting materials (1.3).	1,495.20
6/22/09	DRM	3.60	Memoranda to and from R. Weiss and J. Calton re discussions with U.S. Trustee (.3); memoranda to and from E. Lederman, R. Weiss and J. Calton re status of discussions (.3); reviewed supplemental disclosure chart sent by G. Knudsen and conferred with G. Knudsen re same (.7); reviewed correspondence of Honigman re U.S. Trustee discussion (.3); conferred with S. Karotkin, D. Meshkov, E. Lederman, R. Weiss and J. Calton re same (.5); revised and finalized letter to A. Velez-Rivera with additional submissions (.5); reviewed and revised draft of supplemental declaration prepared by G. Knudsen (1.).	2,761.20
6/22/09	MST	.50	Conferred with D. Murray re disclosure issues (.2); reviewed supplemental declaration (.2); conferred with D. Murray re same (.1).	287.50

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6/22/09	AJO	.90	Reviewed draft supplemental disclosure affidavit (.5); conferred with D. Murray and G. Knudsen re same (.4).	305.10
6/22/09	MMH	.50	Reviewed supplemental declaration.	191.50
6/22/09	PJT	.60	Reviewed summary of payments chart re J&B retention (.2); e-mailed D. Murray re retention matters and hearing preparation (.4).	420.00
6/22/09	HDM	.40	Reviewed correspondence re disclosures from D. Murray and Honigman firm.	210.00
6/22/09	GSK	3.90	Prepared first-day retention motion and affidavit (3.4); office conference with D. Murray and A. Olejnik re same (.5).	1,068.60
6/23/09	DRM	1.80	Finalized supplemental declaration in support of retention motion with A. Olejnik and G. Knudsen and arranged for filing and service (1.); memoranda to and from R. Weiss re update (.2); memorandum to A. Velez-Rivera re update (.1); office conference with G. Knudsen re review of final list of supplemental connections and reviewed chart re same (.5).	1,380.60
6/23/09	MHM	.80	Revised D. Murray supplemental declaration and e-filed same (.4); corresponded with noticing agent re service of declaration (.2); telephone conference with chambers re arrangements for telephonic appearances (.2).	208.00
6/23/09	MST	.40	Reviewed revised supplemental declaration (.2); conferred with D. Murray re same (.2).	230.00
6/23/09	PJT	.50	Reviewed D. Murray's supplemental disclosure re J&B's retention application (.3); reviewed e-mail to U.S. Trustee re J&B's retention (.2).	350.00
6/24/09	MHM	.60	Reviewed preliminary hearing agenda for 6/25 hearing and corresponded with P. Trostle re agenda and copies of J&B retention application and supporting declaration.	156.00
6/24/09	PJT	1.50	Prepared for retention hearing before Judge Gerber (1.); conferred with D. Murray and M. Terrien re same (.3); reviewed hearing agenda (.2).	1,050.00
6/25/09	DRM	.50	Memoranda to and from S. Karotkin re follow-up on J&B retention motion.	383.50

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6/25/09	JPG	1.00	Reviewed proceedings re J&B retention (.5); reviewed same with D. Murray (.2); worked on other matters re retention (.3).	712.00
6/25/09	PJT	.30	E-mailed D. Murray re form of J&B retention order.	210.00
6/26/09	DRM	.50	Telephone conference with S. Karotkin re filing of retention motion (.1); memoranda to and from S. Karotkin re same (.1); telephone conference with R. Brooks and followed up re same (.3).	383.50
6/26/09	HDM	.20	Reviewed correspondence re J&B retention application and entry of order re same.	105.00
		525.20	PROFESSIONAL SERVICES	146,879.60
MATTER TOTAL			\$ 146,879.60	

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CASE ADMINISTRATION

MATTER NUMBER - 10126

6/01/09	MST	1.30	Reviewed docket re filings (.8); conferred with team re first day hearing (.5).	747.50
6/01/09	HDM	.90	Reviewed notice of commencement of case and first day hearing agenda and conferred with S. McNally re same (.3); conferred with P. Trostle and M. Hankin re staffing (.2); conferred with M. Hinds re retention application (.1); reviewed Chrysler retention application of Schulte Roth and order re same (.3).	472.50
6/01/09	SRM	.20	Retrieved documents re GM declarations from docket for H. McArn.	54.80
6/02/09	LTY	.90	Prepared notice of appearance and request for service.	234.00
6/02/09	MST	.50	Reviewed docket.	287.50
6/02/09	HDM	1.70	Reviewed T. Philibert and S. McNally hearing notes (.3); reviewed correspondence re bankruptcy filing (1.4).	892.50
6/02/09	JH	2.00	Assisted I. Fradkin with obtaining client documents.	300.00
6/10/09	SRM	.40	Monitored Congressional questioning of Treasury's Bloom re government intervention in automotive industry.	109.60
6/12/09	MHM	3.80	Updated and reviewed pro hac vice motions (.8); reviewed docket for appearances (.3); drafted, reviewed and revised notice of appearance (.6); office conference with D. Murray and A. Olejnik re filing of appearance and pro hac vice motions (.2); prepared second omnibus objection to leases for e-filing (.4); worked on e-filing and verifying docket entries for motions and objection (.4); drafted letter to chambers re courtesy copy of objection and orders on motions for pro hac vice admission (.3); prepared draft orders for chambers and transmittal package of same (.8).	988.00

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6/12/09	AJO	3.00	Conferred with D. Murray and M. Matlock re finalizing pro hac vice motions, notice of appearance, retention application, and lease rejection motion for filing (.9); reviewed lease rejection motion to prepare for filing (.3); reviewed and edited pro hac vice motions and notice of appearance (.4); reviewed correspondence re same, lease rejection motion and retention motion (.4); coordinated filing of lease rejection motion, pro hac vice motions and notice of appearance (.8); conferred with D. Murray re same (.2).	1,017.00
6/16/09	PJT	.50	Reviewed docket and various pleadings.	350.00
6/19/09	MHM	1.50	Reviewed and revised motion to reject services agreement (.6); reviewed and prepared exhibits for e-filing (.4); e-filed motion, verified docket entry and forwarded to Weil Gotshal for service to relevant parties (.5).	390.00
6/19/09	MST	2.00	Reviewed pleadings (1.4); conferred with D. Murray re rejection motion (.2); reviewed and revised same (.3); conferred with M. Matlock re filing (.1).	1,150.00
6/20/09	MHM	1.20	Drafted, reviewed and revised letter to Judge Gerber's courtroom deputy re courtesy copy and proposed order for motion to reject promotional services agreement (.4); prepared order and diskette for Judge Gerber's courtroom deputy (.4); prepared and arranged for delivery of same (.4).	312.00
6/22/09	MST	1.20	Reviewed court docket and latest pleadings.	690.00
6/24/09	MHM	.50	Reviewed rejection motions for inclusion in 6/25 hearing agenda (.2); monitored court filings and circulated filed agenda for 6/25 hearing (.3).	130.00
6/24/09	MST	.80	Reviewed court docket and latest pleadings.	460.00
6/24/09	MMH	.40	Forwarded information re hearing to P. Trostle (.3); reviewed agenda for omnibus hearing (.1).	153.20
6/25/09	PJT	.30	Provided hearing update to D. Murray.	210.00

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6/26/09	MHM	2.80	Revised and reviewed motion to reject unexpired leases (.7); revised and reviewed motion to reject executory contracts (.6); worked on e-filing motions to reject (.4); drafted and finalized transmittal letter to Judge Gerber's courtroom deputy (.3); prepared courtesy copies and draft orders on diskette for chambers (.5); corresponded with L. Laken re final motions for service (.1); corresponded with P. Trostle and H. McArn re copies of motion and draft order in format for court hearing (.2).	728.00
6/26/09	MST	.50	Reviewed court docket and latest pleadings.	287.50
6/26/09	AJO	.50	Conferred with M. Matlock and D. Murray re filing procedures for rejection motions.	169.50
6/29/09	MHM	1.00	Reviewed and verified docket for motions set for hearing for 6/30 filed by J&B (.6); telephone conference with and e-mailed D. Murray re same (.1); arranged for docket calendaring of motions set for hearing on 7/13 and 7/22 (.3).	260.00
6/29/09	MST	.60	Reviewed court docket and latest pleadings.	345.00
6/30/09	MHM	1.50	Monitored court filings for orders entered in conjunction with sale hearing.	390.00
		30.00	PROFESSIONAL SERVICES	11,128.60
MATTER TOTAL				\$ 11,128.60